INTEGRA ESSENTIA LIMITED
CIN: L74110DL2007PLC396238

+91-80762 00456
www.integraessentia.com
cs@integraessentia.com
Unit No. 607, 6th Floor, Pearls Best Height-II,
Netaji Subhash Place, New Delhi-110034, IN

September 06, 2024

Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051

NSE Symbol: ESSENTIA

Listing Compliance Department
BSE Limited
Phirozee Jeejeebhoy
Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 535958

Sub: 17th Annual Report of the Company for the Financial Year 2023-24

Dear Sir/Ma'am,

Pursuant to Regulation 34 (1) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed herewith copy of 17th Annual Report of the Company for the Financial Year 2023-24.

The above information is also available on the company's website at www.integraessentia.com

Request you to take the above information in your records and oblige.

Thanking You,

Yours faithfully,
for **Integra Essentia Limited**

PANKAJ KUMAR SHARMA
Digitally signed by PANKAJ KUMAR SHARMA

Pankaj Kumar Sharma
Company Secretary & Compliance Officer

Integra
Essentia Limited

INTEGRA ESSENTIA LIMITED

CIN: L74110DL2007PLC396238

2023-24 ANNUAL REPORT

17th ANNUAL REPORT

www.integraessentia.com

CONTENTS

CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. Deepak Kumar Gupta	Whole -Time Director cum CEO
Ms. Shweta Singh	Whole -Time Director
Mr. Manoj Kumar Sharma	Whole -Time Director

NON-EXECUTIVE & INDEPENDENT

Mr. Anshumali Bhushan	Non-Executive Director & Independent Director
Mrs. Gunjan Jha	Non-Executive Director & Independent Director
Mrs. Sony Kumari	Non-Executive Director & Independent Director

KEY MANAGERIAL PERSONNELS

Mr. Pankaj Kumar Sharma	Company Secretary & Compliance Officer
Ms. Shweta Singh	Chief Financial Officer (CFO)
Mr. Deepak Kumar Gupta	Chief Executive Officer (CEO)

REGISTERED OFFICE

Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place,
Pitampura, New Delhi, Delhi, 110034

STATUTORY AUDITORS

M/s. A K BHARGAV & CO. CHARTERED ACCOUNTANTS

H. No. 103A, New Lahore Shastri Nagar, Street No. 4, (Behind Jain Mandir) New Delhi-110031

SECRETARIAL AUDITORS

Kumar G & Co., Companies Secretaries

80/37A, First Floor, Near Bhagat Singh Park, Malviya Nagar, New Delhi 110017

INTERNAL AUDITORS

M/s. Niraj Kumar Vishwakarma & Associates

REGISTRAR & SHARE TRANSFER AGENT

Skyline Financial Services Private Limited

D-153A, 1st Floor, Okhla Industrial Area, Phase -I, New Delhi, 110020

BOARD COMMITTEES & ITS COMPOSITION

AUDIT COMMITTEE

Mrs. Gunjan Jha	Chairperson
Mrs. Sony Kumari	Member
Mr. Anshumali Bhushan	Member

NOMINATION AND REMUNERATION COMMITTEE

Mrs. Gunjan Jha	Chairperson
Mrs. Sony Kumari	Member
Mr. Anshumali Bhushan	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mrs. Gunjan Jha	Chairperson
Mrs. Sony Kumari	Member
Mr. Anshumali Bhushan	Member

NOTICE

Notice is hereby given that the 17th Annual General Meeting of Integra Essentia Limited will be held on Friday, September 27, 2024 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following businesses:

ORDINARY BUSINESS

1. **ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024:**

   To consider and adopt the Audited Financial Statements for the Financial Year (FY) ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT Audited Financial Statements of the Company for the financial year ended March 31, 2024, along with the reports of Board of Directors and Auditors thereon, as circulated to the Members be and are hereby received, considered and adopted."

2. **TO APPOINT A DIRECTOR IN PLACE OF MR. DEEPAK KUMAR GUPTA (DIN: 00057003), WHOLE-TIME DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT:**

   Based on the terms of appointment, executive and non-executive directors are subject to retirement by rotation, Mr. Deepak Kumar Gupta (DIN: 00057003), who was appointed as Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

   To the extent that Mr. Deepak Kumar Gupta (DIN: 00057003), Director is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Deepak Kumar Gupta (DIN: 00057003), Director as such, to the extent that he is required to retire by rotation."

   SPECIAL BUSINESS:

3. **APPOINTMENT OF MR. MANOJ KUMAR SHARMA (DIN:09665484) AS A DIRECTOR OF THE COMPANY**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications) or re-enactment thereof for the time being in force), Mr. Manoj Kumar Sharma (DIN: 009665484) who was appointed as Additional Director by the Board of Directors on July 19, 2024 in terms of Section 161 of the Companies Act 2013, and whose appointment as a Director is recommended by Nomination and Remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing him candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company liable to retire by rotation on such terms and conditions as may be determined by the Board of Directors of the Company from time to time.

   RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be and are hereby severally authorized to file forms with the Registrar of Companies and to do all acts, deeds and things that may be necessary. proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

4. **APPOINTMENT OF MR. MANOJ KUMAR SHARMA (DIN: 09665484) AS WHOLE TIME DIRECTOR OF THE COMPANY**

   To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as a **Special Resolution**:

   "RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 ("the Act") and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and any other applicable provisions of the Act and/or the Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force) and consent of the members of the Company be and is hereby accorded to the appointment of Mr. Manoj Kumar Sharma (DIN: 09665484), designated as Director, under executive category, as a whole-time director for a term of five consecutive years effective from July 19, 2024 to July 18, 2029 on the terms and conditions of appointment and remuneration as contained in the material terms, which are set out in the explanatory statement attached to this notice and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Act, as may be agreed to by the Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT Mr. Manoj Kumar Sharma, appointed as Whole-time Director of the Company shall be liable to retire by rotation and being eligible offers himself for reappointment and the reappointment as such shall not be deemed to constitute a break in his office as Whole-time Director of the Company.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to schedule V to the Companies Act, 2013, or as a part of periodic review, on the basis of recommendation of Nomination and Remuneration Committee, the Board of Directors or a Committee thereof be and is hereby authorised to vary or increase the remuneration including salary, perquisites, allowances, etc. and the said terms of remuneration of Mr. Manoj Kumar Sharma (DIN: 09665484) be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in General Meeting.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be and are hereby severally authorized to file forms with the Registrar of Companies and to do all acts, deeds and things that may be necessary. proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

5. **APPOINTMENT OF MS. SHWETA SINGH (DIN:09270488) AS A DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications) or re-enactment thereof for the time being in force), Ms. Shweta Singh (DIN:09270488), whose appointment as a Director is recommended by Nomination and Remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing him candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company liable to retire by rotation on such terms and conditions as may be determined by the Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be and are hereby severally authorized to file forms with the Registrar of Companies and to do all acts, deeds and things that may be necessary. proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

6. **APPOINTMENT OF MS. SHWETA SINGH (DIN:09270488) AS WHOLE TIME DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as a **Special Resolution**:

"RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 203 of the Companies Act, 2013 ("the Act") and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and any other applicable provisions of the Act and/or the Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force) and the consent of the members of the Company be and is hereby accorded to the appointment of Ms. Shweta Singh (DIN:09270488), designated as "Whole-time Director, under executive category, as a Whole-time director" for a term of five consecutive years effective from August 31, 2024 to August 30, 2029, on the terms and conditions of appointment and remuneration as contained in the material terms, which are set out in the explanatory statement attached to this notice and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Act, as may be agreed to by the Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT Ms. Shweta Singh, appointed as Whole-time Director of the Company shall be liable to retire by rotation and being eligible offers himself for reappointment and the reappointment as such shall not be deemed to constitute a break in her office as Whole-time Director of the Company.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to schedule V to the Companies Act, 2013, or as a part of periodic review, on the basis of recommendation of Nomination and Remuneration Committee, the Board of Directors or a Committee thereof be and is hereby authorised to vary or increase the remuneration including salary, perquisites, allowances, etc. and the said terms of remuneration of Ms. Shweta Singh (DIN:09270488) be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary be and are hereby severally authorized to file forms with the Registrar of Companies and to do all acts, deeds and things that may be necessary. proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

7. **MEMBERS APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT 2013**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special resolution:

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard if any, and pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations') and the Company's policy on Related Party Transactions, approval of the Members be and is hereby accorded to the Board of Directors of the Company (Board) to enter into contract(s) / arrangement(s) / transaction(s) with a related party(s) within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, to avail and provide any service and for purchase and sale of goods and material, as the Board may deem fit, up to a maximum aggregate value of Rs. 100 crore (Rupees Hundred Crore Only) at arm's length basis and in the ordinary course of business, for the Financial Year 2024-25.

RESOLVED FURTHER THAT documents, file applications and make representations in respect thereof the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contracts, schemes, agreements and such other and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or to any other Officer(s)/Authorized Representative(s) of the Company to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects."

By orders of Board
For Integra Essentia Limited

Sd/-
Pankaj Kumar Sharma
Company Secretary & Compliance Officer

Place: Delhi
Date: August 31, 2024

EXPLANATORY STATEMENT

ITEM NO. 3

In accordance with the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Manoj Kumar Sharma (DIN: 09665484), was appointed as an Additional Director on the Board of the Company with effect from July 19, 2024. In terms of Section 161 of the Companies Act, 2013, they are eligible to hold office only up to the conclusion of the ensuing Annual General Meeting.

The Board based on the recommendation of Nomination and Compensation Committee, is of the view that the appointment of Mr. Manoj Kumar Sharma as a Director of the Company is desirable and would be beneficial to the Company. Mr. Manoj Kumar Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Board of Directors recommended the appointment of Mr. Manoj Kumar Sharma, who being eligible offered himself for appointment. Every Director has to be appointed by the Company in General Meeting in terms of the provisions of Section 152 of the Companies Act, 2013. Therefore, the Board proposes to obtain the approval of shareholders by way of passing an Ordinary Resolution.

The Board recommends the resolution set forth in Item No. 3 for the approval of the members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives except Mr. Manoj Kumar Sharma, to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out in the Notice, except to the extent of their shareholding, if any.

ITEM NO. 4

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of your Company in its meeting held on July 27, 2024, appointed Mr. Manoj Kumar Sharma (DIN: 09665484) as Whole time Director of the Company, liable to retire by rotation, for a period of five years effective from July 19, 2024 itself, subject to approval of the Shareholders.

The Board, while appointing Mr. Manoj Kumar Sharma as Whole time Director of the Company, considered his rich background and experience. He has done Bachelor of Commerce and Master of Business Administration (Finance). He has more than 12 years' experience in marketing & Finance besides having good exposure of general management, regulatory affairs, and administration etc.

The brief profile and specific areas of expertise of Mr. Manoj Kumar Sharma are provided as **Annexure A** to this Notice.

The main terms and conditions relating to the appointment and remuneration of Mr. Manoj Kumar Sharma as Whole time Director of the Company are as follows:

(1) **Term of Appointment:**

For a period of 5 years i.e. from July 19, 2024 to July 18, 2029.

(2) **Nature of Duties:**

Mr. Manoj Kumar Sharma shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

(3) **A. Remuneration**

Current basic salary of 9,00,000/- (Nine Lakh only) per annum including base salary, variable pay, perquisites, various allowances, bonus & other benefits etc., to be increased by inflationary standard annually based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.

B. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Mr. Manoj Kumar Sharma, the Company has no profits or its profits are inadequate, the Company will pay him aforesaid remuneration as minimum remuneration in terms Part II of Schedule V of Companies Act, 2013 by way of salary, benefits and perquisites and allowances, bonus etc. as approved by the Board.

(4) **Other Terms of Appointment:**

a. The Whole time Director, so long as he functions as such, undertakes not to become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.

b. The terms and conditions of the appointment of the Whole time Director and/or this Agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Whole time Director, subject to such approvals as may be required.

c. All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Whole time Director unless specifically provided otherwise.

d. The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/ Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.

Further, the employment may be terminated by the Company without notice or payment in lieu of notice, if he is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by him of any of the stipulations, instructions of the Board or in the event the Board expresses its loss of confidence in the Designation.

e. The terms and conditions of appointment of Whole time Director also include clauses pertaining to adherence to the Company's Code of Conduct, protection and use of intellectual property, noncompetition, non-solicitation post termination of agreement and maintenance of confidentiality etc.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act as amended, and based on the recommendation of the Board and the Nomination and Remuneration Committee, approval of the Members is sought for the appointment and remuneration of Mr. Manoj Kumar Sharma as Whole time Director as set out above. The Board recommends the Resolution set forth in Item No. 4 for the approval of Members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives except Mr. Manoj Kumar Sharma, to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice, except to the extent of their shareholding, if any.

ITEM NO. 5

The Board based on the recommendation of Nomination and Compensation Committee, is of the view that the appointment of Ms. Shweta Singh as a Director of the Company is desirable and would be beneficial to the Company. Ms. Shweta Singh is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

The Board of Directors recommended the appointment of Ms. Shweta Singh, who being eligible offered himself for appointment. Every Director has to be appointed by the Company in General Meeting in terms of the provisions of Section 152 of the Companies Act, 2013. Therefore, the Board proposes to obtain the approval of shareholders by way of passing an Ordinary Resolution.

The Board recommends the resolution set forth in Item No. 5 for the approval of the members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives except Ms. Shweta Singh (DIN: 09270488), to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out in the Notice, except to the extent of their shareholding, if any.

ITEM NO. 6

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of your Company in its meeting held on August 31, 2024, appointed Ms. Shweta Singh (DIN: 09270488) as Whole-time Director of the Company, liable to retire by rotation, for a period of five years effective from August 31, 2024 itself, subject to approval of the Shareholders.

The Board, while appointing Ms. Shweta Singh as Whole-time Director of the Company, considered her rich background and experience. Ms. Shweta Singh holds Master's degree in Business Administration (Finance) she has more than 11 years' experience in Marketing & Finance related matters, besides having good exposure of general management, regulatory affairs, and administration etc.

The brief profile and specific areas of expertise of Ms. Shweta Singh are provided as **Annexure A** to this Notice.

The main terms and conditions relating to the appointment and remuneration of Ms. Shweta Singh as Whole-time Director of the Company are as follows:

(1) **Term of Appointment:**

For a period of 5 years i.e. from August 31, 2024 to August 30, 2029.

(2) **Nature of Duties:**

Ms. Shweta Singh shall devote her whole time and attention to the business of the Company and perform such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

(3) **A. Remuneration**

Current basic salary of 7,20,000/- (Seven Lakh Twenty Thousand only) per annum including base salary, variable pay, perquisites, various allowances, bonus & other benefits etc., to be increased by inflationary standard annually based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.

B. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Ms. Shweta Singh, the Company has no profits or its profits are inadequate, the Company will pay him aforesaid remuneration as minimum remuneration in terms Part II of Schedule V of Companies Act, 2013 by way of salary, benefits and perquisites and allowances, bonus etc. as approved by the Board.

(4) **Other Terms of Appointment:**

a. The Whole-time Director, so long as she functions as such, undertakes not to become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.

b. The terms and conditions of the appointment of the Whole-time Director and/or this Agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Whole-time Director, subject to such approvals as may be required.

c. All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Whole-time Director unless specifically provided otherwise.

d. The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/ Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.

Further, the employment of the Whole-time Director may be terminated by the Company without notice or payment in lieu of notice, if she is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by him of any of the stipulations, instructions of the Board or in the event the Board expresses its loss of confidence in the Whole-time Director.

e. The terms and conditions of appointment of Whole-time Director also include clauses pertaining to adherence to the Company's Code of Conduct, protection and use of intellectual property, noncompetition, non-solicitation post termination of agreement and maintenance of confidentiality etc.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act as amended, and based on the recommendation of the Board and the Nomination and Remuneration Committee, approval of the Members is sought for the appointment and remuneration of Ms. Shweta Singh as Whole-time Director as set out above. The Board recommends the Resolution set forth in Item No. 6 for the approval of Members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives except Ms. Shweta Singh, to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice, except to the extent of their shareholding, if any.

Item No. 7

To ensure continuous business operation without any interruption, approval of the shareholders is being sought, to enter into related party transaction(s) with related party(s) as defined under within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, to avail and provide any service and for purchase and sale of goods and material for an amount of Rs. 100 crore during Financial Year 2024-25.

Approval being sought for Financial Year 2024-25 as per the requirements of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), all material related party transactions shall require the approval of Members through a Resolution. Further, the explanation to Regulation 23(1) of the SEBI Listing Regulations states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The estimated value of transaction with related party(s) for Financial Year 2024-25 will be Rs. 100 crores, which would breach the materiality threshold of 10% of the annual turnover of the Company as per last audited financial statements of FY 2023-24. Hence, to ensure uninterrupted operations of the Company, it is proposed to secure shareholders' approval for the related party contracts/ arrangements to be entered into with related party(s) during Financial Year 2024-25, as mentioned in Item no.7 of the Notice.

The Board recommends the special resolution set forth at Item No.7 of the Notice for approval of the Members. None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.7 of the Notice, except to the extent of their shareholding, if any.

By orders of Board
For Integra Essentia Limited
Sd/-
Pankaj Kumar Sharma
Company Secretary & Compliance Officer

Place: Delhi
Date: August 31, 2024

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.Integraessentia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The remote e-voting period begins on Tuesday, September 24, 2024 at 09:00 A.M. and ends on Thursday, September 26, 2024 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, September 20, 2024, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) **Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(i) After entering these details appropriately, click on "SUBMIT" tab.

(ii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(iv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(v) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(vi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(vii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(ix) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(x) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csigl2021@gmail.com; cs@integraessentia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (seven) **days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at our registered Email ID. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

By orders of Board
For Integra Essentia Limited
Sd/-
Pankaj Kumar Sharma
Company Secretary & Compliance Officer

Place: Delhi
Date: August 31, 2024

Annexure A

DETAILS OF DIRECTORS WHO ARE PROPOSED TO BE APPOINTED

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard -2]

Name	Mr. Manoj Kumar Sharma	Mr. Deepak Kumar Gupta
Age	34 years	49 years
DIN	09665484	0057003
Nationality	Indian	Indian
Date of first appointment on the Board	July 19, 2024	July 27, 2023
Experience and Nature of expertise in specific functional areas	Mr. Manoj Kumar Sharma has more than 8 years' experience in Marketing and commercial operations, besides having good exposure of general management, regulatory affairs, legal matters and administration etc.	He has in depth knowledge of Accounts, Business- process etc. and has more than 12 years' rich in-hand experience of handling various corporate strategic planning.
Qualification	Mr. Manoj Kumar Sharma holds Master's degree in Business Administration (Marketing).	Mr. Deepak Kumar Gupta has done Bachelor of Commerce and Master of Business Administration (Finance).
Shareholding in the Company directly or as beneficial owner for any other person	NIL	NIL
Terms and conditions of appointment	Appointment as a Whole-time Director of the company.	Re-appointment as a Director & Chief Executive Officer (CEO).
Details of remuneration sought to be paid and remuneration last Drawn.	10,00,000 P.A.	10,20,000 P.A.
Directorships held in other Companies.	NIL	7
Membership / Chairmanship of Committee(s) of other Companies:	NIL	NIL
(only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered)	-	
Relationship with other Directors, Manager and Key Managerial Personnel of the company	He is already serving as Director of the Company.	No, Not related to any existing / New Director
No. of meetings of the Board of Directors attended during the F.Y. 2023-24	Not Applicable	7

Name	Ms. Shweta Singh (DIN: 09270488)
Age	32
DIN	09270488
Nationality	Indian
Date of first appointment on the Board	August 31, 2024
Experience and Nature of expertise in specific functional areas	Ms. Shweta Singh has more than 11 years' experience in procurement, purchase, trade and commercial operations, besides having good exposure of general management, and administration etc.
Qualification	Ms. Shweta Singh holds Master's degree in Business Administration (Finance & Production & Operations Management).
Shareholding in the Company directly or as beneficial owner for any other person	NIL
Terms and conditions of appointment	Appointment as a Whole-time Director cum Chief Financial Officer of the company of the company.
Details of remuneration sought to be paid and remuneration last Drawn.	8,00,000 P.A.
Directorships held in other Companies.	NIL
Membership / Chairmanship of Committee(s) of other Companies:	NIL
(only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered)	-
Relationship with other Directors, Manager and Key Managerial Personnel of the company	Not Applicable
No. of meetings of the Board of Directors attended during the F.Y. 2023-24	Not Applicable

DIRECTORS' REPORT

Dear Shareholders,

The Directors present the 17th Annual Report together with the Audited Statement of Accounts for the financial year ended March 31, 2024.

1. FINANCIAL RESULTS AND OPERATIONS

The financial performance of your Company for the year ended March 31, 2024 is tabulated below:

(Rs. In Lakhs)

Particulars	FY 2023-24	FY 2022-23
Net Sales /Income from Business Operations	27726.66	24141.41
Other Income	1835.73	408.73
Total Income	**29562.38**	**24550.15**
Cost of material consumed	-	-
Purchase of Stock in trade	26845.24	23561.67
Employee Benefit Expense	84.77	49.53
Changes in Inventories	-	-
Financial Costs	56.29	0.19
Depreciation	371.62	2.60
Other Expenses	307.96	218.66
Profit before Exceptional items	**1896.51**	**717.50**
Less: Exceptional items	-	-
Net Profit Before Tax	**1896.51**	**717.50**
Less Current Tax	341.87	57.30
Less Previous year adjustment of Income Tax	-	-
Less Deferred Tax	25.45	(0.27)
Profit for the Period	1543.46	666.67
Earnings per share	**0.28**	**0.15**

During the year under review, the Company achieved a turnover of Rs.27726.66, whereas, the Profit of the Company for the period under review were Rs.1543.46 as compared to profit of the company Rs. 666.67 in the previous year.

2. BUSINESS OVERVIEW

Our company is engaged in the trading business of Life Essentials i.e. Food (Agro products), Clothing (textiles and garments), Infrastructure (materials and services for construction and infrastructure development) and Energy (materials, products and services for the renewable energy equipment and projects) and other ancillary products and services required to sustain the modern life. Further company has also acquired a winery i.e. CHATEAU INDAGE Winery to strengthen its presence in entire supply chain spectrum of consumable goods. Company is focusing on this segment with a long-term vision.

Our Company's objectives is to be the ultimate one-stop-shop for all life essentials goods be it 'Roti', 'Kapda' or 'Makan', and main object of the Company were also amended with requisite members approval.

Detailed information on the Company's Business overview and future outlook is incorporated in ***Management Discussion and Analysis Report*** forming part of the report.

3. CHANGE IN CONTROL AND MANAGEMENT PURSUANT TO SHARE PURCHASE AGREEMENT AND OPEN OFFER

During the year under review, there is no such change.

4. CHANGE IN REGISTERED OFFICE

During the year under review, the Company has changed its registered office from 902, 9th Floor, Aggarwal Cyber Plaza-1, Netaji Subhash Place, New Delhi – 110034 to Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, Pitampura, Delhi – 110034, within the local limits of the city at New Delhi.

5. TRANSFER TO RESERVE

During the year under review, the Company has not transferred any amount to General Reserve.

6. **DIVIDEND**

Keeping in view the future expansion plans, your Board of Directors do not recommend any dividend for Financial Year 2023-24.

7. **SHARE CAPITAL**

As on March 31, 2024, the Issued and Paid-up Share Capital of the Company stood at Rs. 91,40,66,066/- divided into 91,40,66,066 fully paid-up equity shares of face value of Rs. 1/- per share.

During the financial year 2023-24, the members approved the capitalisation of reserve by way of Bonus Issues:

Particulars	***Bonus Issue***
Date of Board Approval	November 27, 2023
Date of Members Approval	December 29, 2023
No. of Shares to be issued	4,570.33 Lakhs
Bonus Ratio	1:1
Record Date	January 11, 2024
Date of Allotment	January 13, 2024
No. of Fully Paid-up Shares issued	45,70,33,003
Outstanding fully paid-up Equity Shares prior to the Bonus Issue	45,70,33,003 Equity shares of Re. 1/- each
Outstanding fully paid-up Equity Shares post Bonus Issue	91,40,66,006 Equity shares of Re. 1/- each.

Further, post closure of the financial year ended March 31, 2024, to augment the long-term financial resources of the Company, the members approved the fund raising by way of Right Issues:

Particulars	***Right Issue***
Date of Board Approval	November 27, 2023
Date of Members Approval	December 29, 2023
No. of Shares to be issued	15,36,24,538
Right Issue Ratio	20:119
Record Date	June 01, 2024
Opening of Issue	June 11, 2024
Closing of Issue	June 25, 2024
Date of Allotment	January 13, 2024
No. of Fully Paid-up Shares issued	15,36,24,538
Outstanding fully paid-up Equity Shares prior to the Rights Issue	91,40,66,006 Equity shares of Re. 1/- each
Outstanding fully paid-up Equity Shares post Right Issue	106,76,90,544 Equity shares of Re. 1/- each.

8. **DEPOSITS**

Your Company has neither invited nor accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 (“the Act”) and the Companies (Acceptance of Deposits) Rules, 2014.

9. **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

Details of Loans, Guarantees and Investments have been disclosed in the notes to Financial Statements.

10. **SUBSIDIARY & ASSOCIATES COMPANY**

During the year under review, your Company did not have any subsidiary, associate and joint venture company.

11. **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

Except the changes specifically described in this report, there has been no change/commitment affecting the financial position of the Company during the period from the end of the financial year 2023-24 to the date of this report.

12. **WEB ADDRESS FOR ANNUAL RETURN**

Pursuant to Section 92(3) Section 134 (3) (a) of the Companies Act, 2013, the Company has placed copy of Annual Return as on 31st March, 2024 as prescribed in Form MGT-7 of the Companies (Management and Administration) Rules, 2014 on its website www.integraessentia.com By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board’s report.

13. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis of the financial conditions, future outlook and results of the operations of the Company for the year under the review, as stipulated under Regulation 34(2)(e) of SEBI (LODR) Regulations, 2015 is given under separate section of this Annual Report and forms part of the Directors' Report.

14. CORPORATE GOVERNANCE REPORT

The Company believes in adhering to the best corporate governance practices and its philosophy emphasizes on fair and transparent governance and disclosure practices which helps your Company to follow the path of its vision and mission. It strongly believes in developing best corporate governance policies and procedures based on principals of fair and transparent disclosures, equity, accountability and responsibility. A detailed report on Corporate Governance, in terms of Regulation 34 of the Listing Regulations is forming part of the Annual Report.

A certificate confirming compliance with requirements of Corporate Governance as enumerated under the extant provisions of Listing Regulations issued by Mr. Pankaj Kumar Gupta, Proprietor of Kumar G & Co., Company Secretaries is also annexed to the said report.

15. WHISTLE BLOWER POLICY AND VIGIL MECHANISM

The Vigil Mechanism/ Whistle Blower Policy has been put in place for the Directors and Employees to report their genuine concerns about the unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The mechanism provides for adequate safeguards against the victimization of directors and employees who avail of the mechanism. The Whistleblower Policy is available on the Company's website https://www.integraessentia.com/investor-relations

16. BOARD OF DIRECTORS

The Board of Directors provides the blue print to the success of any organization, it plans and implements various strategies to grow not only in numbers but in value and cater to its stakeholders.

Your Company's Board consists of learned professionals and experienced individuals from different fields. As on the date of report, your Board comprises of Six Directors. Amongst the directors, three are executive, and three are Non-Executive Independent Directors including one Women Independent Directors on the Board.

Accordingly, as on March 31, 2024, the composition of Board of Directors is as follows:

Sl. No.	DIN	Name	Designation	Date of Appointment
1.	00057003	Mr. Deepak Kumar Gupta	Executive Director	July 27, 2023
2.	10265020	Mr. Arijit Kumar Ojha	Executive Director	January 23, 2024
3.	03588116	Mr. Puneet Ralhan	Executive Director	July 27, 2023
4.	09270389	Mrs. Gunjan Jha	Independent Director	September 30, 2021
5.	01258923	Mr. Anshumali Bhushan	Independent Director	May 17, 2023
6.	09270483	Mrs. Sony Kumari	Independent Director	September 30, 2021

Further, post closure of the financial year ended March 31, 2024, there are following changes in board composition.

Mr. Puneet Ralhan has resigned from directorship and Mr. Manoj Kumar Sharma has been appointed w.e.f. July 19, 2024.

Mr. Arijit Kumar Ojha has resigned from directorship and Ms. Shweta Singh is being appointed Additional Director w.e.f. August 31, 2024.

The latest composition of Directors as on the date of report is set out in the table below:

Sl. No.	DIN	Name	Designation
1.	00057003	Mr. Deepak Kumar Gupta	Executive Director
2.	09665484	Mr. Manoj Kumar Sharma	Executive Director
3.	09270488	Ms. Shweta Singh	Executive Director
4.	09270389	Mrs. Gunjan Jha	Independent Director
5.	01258923	Mr. Anshumali Bhushan	Independent Director
6.	09270483	Mrs. Sony Kumari	Independent Director

Declarations by Independent Directors

All the Independent Directors have given a declaration under section 149(7) of the Act confirming that they fulfil the criteria of independence as provided under section 149(6) of the Act [including compliance of Rule 5 and 6 of Companies (Appointment and Qualification of Directors) Rules, 2014] and regulations 16(1)(b) & 25 of Listing Regulations and have also complied with the Code for Independent Directors as prescribed in Schedule IV of the Act.

All the Independent Directors of the Company have registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar ('IICA"). In terms of section 150 of the Act read with rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, the Independent Directors are required to undertake online proficiency self-assessment test conducted by the IICA within a period of two (2) year from the date of inclusion of their names in the data bank. The Independent Directors, whosoever is required, shall undertake the said proficiency test.

In the opinion of the Board all Independent Directors possess strong sense of integrity and having requisite experience (including proficiency), qualification, skills and expertise as well as independent of the management.

There has been no change in the circumstances which may affect their status as Independent Director during the financial year under review.

None of the Directors disqualifies for appointment under Section 164 of the Companies Act, 2013.

Appointment and Resignation of Key Managerial Personnel

As per the requirement under the provisions of section 203 of the Act, the following are the Key Managerial Personnel ('KMP') of the Company as on the date of this report:

Name	Designation
Mr. Pankaj Kumar Sharma	Company Secretary & Compliance Officer
Mr. Deepak Kumar Gupta	Chief Executive Officer
Ms. Shweta Singh	Chief Financial Officer

* During the year under review, Mr. Vishesh Gupta resigned from the office of Managing Director of the Company with effect from January 23, 2024 and Mr. Pankaj Sardana was appointed as Chief Financial Officer with effect from November 27, 2023 and he also resigned on July 18, 2024 and thereafter Ms. Shweta Singh is appointed as Chief Financial Officer w.e.f August 31, 2024.

17. PERFORMANCE EVALUATION OF THE BOARD

In line with the statutory requirements enshrined under the Companies Act, 2013 and the Listing Regulations, the Board carried out a performance evaluation of itself, its Committees, the Chairman and each of the other Directors. The performance evaluation was carried out on the basis of framework approved by the Nomination and Remuneration Committee. The Committee had unanimously consented for an 'in-house' review built on suggestive parameters. Based on the suggestive parameters approved by the Nomination and Remuneration Committee, the following evaluations were carried out:

- Review of performance of the non- independent Directors and Board as a whole by Independent Directors.
- Review of the performance of the Chairperson by the Independent Directors.
- Review of Board as a whole by all the Members of the Board.
- Review of all Board Committees by all the Members of the Board.
- Review of Individual Directors by rest of the Board Members except the Director being evaluated.

Results of all such above referred evaluations were found satisfactory.

18. AUDITORS

a) STATUTORY AUDITORS & AUDIT REPORT

Through members approval at 15th Annual General Meeting, the Board of director of your company has appointed M/s A K Bhargav, Chartered Accountants, (Firm Registration No: 036340N) as the Statutory Auditors of the Company for a period of 5 consecutive years i.e from the conclusion of the 15th Annual General Meeting till the conclusion of Annual General Meeting which ought to be held in the year 2027.

Further, the statutory auditors' report for the financial year 2023-24 do not contain any qualifications, reservations or adverse remarks. The auditors' report is attached to the financial statements of the Company.

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Act and Rules framed thereunder either to the Company or to the Central Government.

b) SECRETARIAL AUDIT

Pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has obtained the Secretarial Audit Report for the financial year ended on 31st March, 2024 from M/s. Kumar G & Co., Company Secretaries and the same forms part of the Annual Report. The Secretarial audit report do not contain any qualifications, reservations or adverse remarks.

c) COST AUDIT

Provisions of Section 148 of the Companies Act, 2013 regarding maintenance of cost records and audit thereof is not applicable to your Company.

d) INTERNAL CONTROLS SYSTEM AND THEIR ADEQUACY

The Board is responsible for establishing and maintaining adequate internal financial control as per Section 134 of the Act. Your Company's internal control systems and processes commensurate with scale of operations of the Business.

According to Section 134(5)(e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report.

The Company has a well-placed, proper, and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded, and reported correctly. The Internal Auditors are an integral part of the internal control system of the Company. Maintain its objective and independence, the Internal Auditors report to the Audit Committee of the Board. The Internal Auditors monitor and evaluate the efficacy and adequacy of internal control systems in the Company

19. HUMAN RESOURCE MANAGEMENT

Integra is successfully expanding its business align with its core object i.e. Roti, Kapda, Makan. We work as team by aligning objectives with organizational strategy to drive business out comes successfully and personal motivation. The above success was possible, we strive to on board the right people, with right skills and knowledge, at right time. The talent of individual employees utilized effectively managing it with strategies and initiatives driven to achieve business goals.

20. PARTICULARS OF EMPLOYEE

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is been annexed to this report as '**Annexure A'.**

None of the employees of the Company are being paid remuneration exceeding the prescribed limit under the said provisions and rules.

21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on technology absorption and foreign exchange earnings and outgo as required pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is as under:

PARTICULARS	REMARKS
A. **CONSERVATION OF ENERGY:**	
The Steps taken or impact on conservation of energy;	The Company is taking due care for using electricity in the office and its branches.
The Steps taken by the company for utilizing alternate sources of energy;	Company usually takes care for optimum utilization of energy.

The Capital investment on energy conservation equipment's	No capital investment on Energy Conservation equipment made during the financial year.
B. **TECHNOLOGY ABSORPTION:**	
The Company has nothing to disclose with regard to technology absorption.	
C. **FOREIGN EXCHANGE EARNINGS AND OUTGO:**	
The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Foreign Exchange earned: Nil Foreign Exchange outgo: Nil

22. MEETINGS

A. BOARD MEETINGS

The Board meets at least once a quarter to review the quarterly results and other items of the agenda. During the financial year ended on March 31, 2024, Seven (7) Board Meetings were held and the gap between the two consecutive meetings was within the statutory limit. Details of the Board meetings are given in the Corporate Governance Report annexed herewith for the financial year ended March 31, 2024.

B. DISCLOSURE OF VARIOUS COMMITTEES OF BOARD OF DIRECTORS:

I. AUDIT COMMITTEE

The Company has constituted a well-qualified and Independent Audit Committee as required under Section 177 of the Companies Act, 2013 as also in fulfillment of the requirements of Regulations 18 of the SEBI (LODR) Regulations, 2015. The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosure and transparency, integrity and quality of financial reporting.

The Audit Committee met Five (5) times during the financial year. The details of meetings with attendance thereof and terms of reference of Audit Committee have been provided in the Corporate Governance Report which forms part of this Report.

II. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition of the Stakeholders Relationship Committee is in compliance with the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015.

The Stakeholders' Relationship Committee met one (1) time during the financial year. The details about the composition of the said committee of the Board of Directors along with attendance thereof have been provided in the Corporate Governance Report which forms part of this Report.

III. NOMINATION & REMUNERATION COMMITTEE

In terms of section 178 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and regulation 19 of the Listing Regulations, your Company has in place duly constituted Nomination and Remuneration Committee of the Board of Directors. The Nomination and Remuneration Committee met Four (4) times during the financial year. The details of the composition of the committee along with other details are available in the Corporate Governance Report which forms part of this Report.

23. NOMINATION AND REMUNERATION POLICY

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013 and as per the Listing regulations, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees which is also available on the Company's website at www.integraessentia.com.

24. CORPORATE SOCIAL RESPONSIBILITY

Provisions of Section 135 of the Companies Act, 2013, read with applicable Rules, not applicable during the year under review.

25. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

26. DISCLOSURE REGARDING INTERNAL COMPLAINTS COMMITTEE

Your company is not required to constitute Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 as there are less than 10 employees in the company.

27. RISK MANAGEMENT

The Company is exposed to various business risks. These risks are driven through external factors like economic environment, competition, regulations etc. The Company has laid down a well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact, and risk mitigation process.

A detailed exercise is being conducted to identify, evaluate, manage, and monitor business and non-business risks. The Audit Committee and Board periodically review the risks and suggest steps to be taken to manage/mitigate the same through a properly defined framework. During the year, a risk analysis and assessment was conducted, and no major risks were noticed, which may threaten the existence of the Company.

28. INSIDER TRADING CODE

In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('the PIT Regulations') on prevention of insider trading, the Company have its Code of Conduct for regulating, monitoring, and reporting of trading by Designated Persons in line with the recent amendments brought by SEBI in the PIT Regulations. The said Code lays down guidelines, which advise Designated Persons on the procedures to be followed and disclosures to be made in dealing with the shares of the Company and cautions them on consequences of non-compliances. the Company has also updated its Code of practices and procedures of fair disclosures of unpublished price sensitive information by including a policy for determination of legitimate purposes.

29. SIGNIFICANT & MATERIAL ORDERS PASSED BY REGULATORS/COURTS, IF ANY

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of your Company and its future operations.

30. RELATED PARTY TRANSACTIONS

All related party transactions during the year under review were on arm's length basis, in the ordinary course of business and in compliance with the Policy on Related Party Transactions of the Company. During the year, the Company has not entered into any contracts /arrangements / transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The provisions of Section 188 of the Companies Act, 2013 and/or Regulation 23 of the SEBI (LODR) Regulations, 2015 were duly complied. The Related Party Transactions are placed before the Audit Committee and the Board for their approval on quarterly basis.

The particulars of every contract and arrangement entered into by the Company with related parties referred to in sub- section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto are disclosed in Form No. AOC-2 which is annexed to this Report.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website www.integraessentia.com. The disclosure on Related Party Transactions is made in the Notes to Financial Statement of the Company.

31. ASSOCIATES & SUBSIDIARIES

Following are the list of companies which are subsidiaries or associate companies:

1. M/s Brewtus Beverages Private Limited – holds 51% stake
2. R K Enterprises – holds 66% stake

32. COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards during the year.

33. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3)(c) of the Companies Act, 2013:

a) In the preparation of the annual accounts, the applicable accounting standards have been followed and that there have are no material departures;

b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2024 and of the profit or loss of the Company for that period;

c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) They have prepared the annual accounts on a going concern basis;

e) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) They have devised proper systems to ensure compliance with the provision of all applicable laws and that such systems are adequate and operating effectively.

34. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the year under review, there were no application made or proceedings pending in the name of the company under the Insolvency Bankruptcy Code, 2016.

35. DETAILS OF DIFFRENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial institutions.

36. BUSINESS RESPONSIBILITY REPORT / BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Business Responsibility Report is discontinued by the SEBI from the financial year 2021-22 and with effect from 2022-23 top 1000 Company based on the Market Capitalization shall submit the Business Responsibility and Sustainability Report, but our Company is not under the top 1000 Company therefore requirement of BRSR is Not Applicable to us.

37. ENVIRONMENTAL SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources.

38. INDUSTRIAL RELATIONS

The Company enjoyed cordial relations with its employees at all levels. Your directors record their appreciation of the support and co-operation of all employees and counts on them for the accelerated growth of the Company.

39. ACKNOWLEDGEMENT

The Directors place on record their sincere appreciation for the dedication, hard work, and commitment of the employees at all levels and their significant contribution to your Company's growth. Your Company is grateful to the Distributors, Dealers, and Customers for their support and encouragement. Your directors thank the Banks, Financial Institutions, Government Departments and Shareholders and look forward to having the same support in all our future endeavors.

For and on behalf of the Board of Directors
Of Integra Essentia Limited

Sd/-	**Sd/-**
Deepak Kumar Gupta	**Manoj Kumar Sharma**
Director	**Director**
(DIN: 00057003)	**(DIN: 09665484)**

Place: Delhi
Dated: 31/08/2024

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2)of the Companies (Accounts) Rules, 2014

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis: **NIL**

2. Details of contracts or arrangements or transactions at Arm's length basis:

S. No.	Name (s) of the related party	Nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of thecontracts/ arrangements/ transaction	Terms of the contracts or arrangements or Transaction including thevalue, if any	Date of approval by the board	Amount paid as advances, if any
1.	Mr. Vishesh Gupta	Managing Director	Remuneration	N.A.	12,05,000	N.A.	N.A.
2.	Mr. Deepak Kumar Gupta	Executive Director	Remuneration	N.A.	6,00,000	N.A.	N.A.
3.	Mr. Manoj Kumar Sharma	Executive Director	Remuneration	N.A.	8,05,000	N.A.	N.A.
4.	Mr. Arijit Kumar Ojha	Executive Director	Remuneration	N.A.	6,48,000	N.A	N.A.
5.	Mrs. Gunjan Jha	Independent Director	Sitting Fees	N.A.	1,20,000	N.A.	N.A.
6.	Mrs. Sony Kumari	Independent Director	Sitting Fees	N.A.	1,20,000	N.A.	N.A.
7.	Mrs. Mansi Gupta	Independent Director	Sitting Fees	N.A.	1,00,000	N.A.	N.A.
8.	Mr. Pankaj Sardana	Chief Financial Officer	Salary	N.A.	1,71,000	N.A.	N.A.
9.	Mr. Deepankar Gambhir	Chief Financial Officer	Salary	N.A.	2,84,000	N.A.	N.A.
10.	Mr. Pankaj Kumar Sharma	Company Secretary	Salary	N.A.	6,14,000	N.A.	N.A.

For and on behalf of Board
Integra Essentia Limited

Deepak Kumar Gupta
(Director)
DIN: 00057003
Manoj Kumar Sharma
(Director)
DIN: 09665484

Place: New Delhi
Date: 31/08/2024

DISCLOSURE OF MANAGERIAL REMUNERATION U/S 197 OF COMPANIES ACT, 2013

Details pertaining to remuneration as required u/s 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and remuneration of Managerial personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year, the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year; -

Name	Designation	Ratio of Remuneration of each Director and KMP to the median remuneration of employees	Percentage Increase in Remuneration*
Mr. Deepak Kumar Gupta	Managing Director	1 : 2.21	Not Applicable
Mr. Vishesh Gupta	Executive Director	1 : 4.43	
Mr. Arijit Kumar Ojha	Executive Director	1 : 2.39	
Mr. Manoj Kumar Sharma	Executive Director	1 : 2.96	
Mr. Pankaj Sardana	Chief Financial Officer	1 : 0.62	
Mr. Deepankar Gambhir	Chief Financial Officer	1 : 1.04	
Mr. Pankaj Kumar Sharma	Company Secretary	1 : 2.26	

No other directors were paid remuneration during the Financial Year 2023-24

2. **The percentage increase in the median remuneration of employees in the financial year.**

   There was no increase in the remuneration of employees during the year 2023-24 hence disclosure underthis head is not applicable.

3. **The number of permanent employees on the rolls of the Company.**

   The number of permanent employees on the rolls of the Company as on March 31, 2024 is 15.

4. **Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

   Details are not applicable as appointment of Managerial Personnel was affected during the year 2023-24 only, accordingly, there is no reportable increase in remuneration of managerial personnel

   It is hereby affirmed that the remuneration paid during the year is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of Board
Integra Essentia Limited

Deepak Kumar Gupta (Director)
DIN: 00057003
Manoj Kumar Sharma
(Director)
DIN: 09270488

Date: 31/08/2024
Place: New Delhi

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Board of Directors is pleased to share the present Management Discussion and Analysis Report based on the business of the company i.e. FMCG Business (including Winery Business), Textile Business, Infrastructure Business and Energy Business, and the business performance under each of its strategic pillars along with the Financial Statements for the financial year ended March 31, 2024.

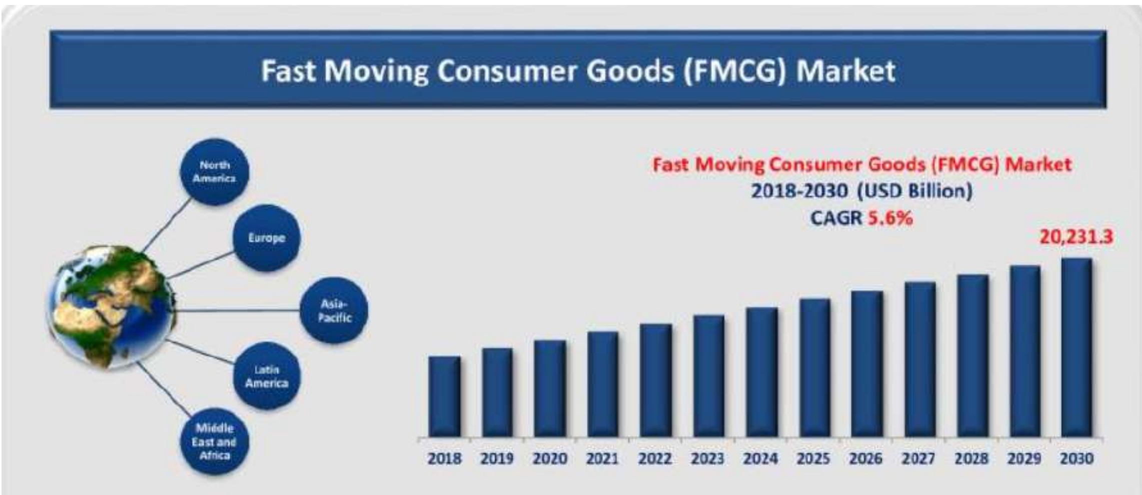
CURRENT/CONVENTIONAL BUSINESS:

On the ideology of Roti, Kapda or Makan your company has dealing into four business segments namely agro products, clothing, infrastructure, and energy. Your Company is mainly in the business of trading of agricultural commodities, life necessities, items of basic human needs, organic and natural products and processed foods etc. and other essential goods, infrastructural products among others. Our Company now strives to be the ultimate one-stop-shop for all life essentials goods be it 'Roti', 'Kapda' or 'Makan'.

A. **FMCG-Agro Products Business:**

Global Industry Overview:

'Fast Moving Consumer Goods' forms the fourth largest sector in the Indian economy. The FMCG companies exist in the rural and urban markets and the expected potential of the sector is huge. FMCG companies operate the business through a wide distribution network and the range of fast-moving consumer products helps to fetch the revenue fast. The **FMCG Industry** is rapidly expanding around the world. With the increase in population, the demand for consumer goods is rising, thus providing businesses room for growth. Investing in a growing economy like India is a golden chance for organizations to reap the benefits of its expanding FMCG sector. Thus, companies planning to enter this market should consider availing assistance from market experts to plan their forray effectively.



The FMCG sector in India expanded due to consumer-driven growth and higher product prices, especially for essential goods. FMCG sector provides employment to around 3 million people accounting for approximately 5% of the total factory employment in India. FMCG sales in the country grew 7-9% by revenues in 2022-23. The key growth drivers for the sector include favourable Government initiatives & policies, a growing rural market and youth population, new branded products, and growth of e-commerce platforms. Resilience needs to be the key factor in the manufacturing process, daily operations, retail and logistic channels, consumer insights and communication that will help FMCG companies to withstand the test of time and create more value for consumers in the long run. India's fast-moving consumer goods (FMCG) sector grew 7.5% by volumes in the April-June 2023 quarter, the highest in the last eight quarters, led by a revival in rural India and higher growth in modern trade.

Fast-moving consumer goods (FMCG) sector is India's fourth-largest sector and has been expanding at a healthy rate over the years because of rising disposable income, a rising youth population, and rising brand awareness among consumers.

Market Size

Total revenue of FMCG market is expected to grow at a CAGR of 27.9% through 2021-27, reaching nearly US$ 615.87 billion. In 2022, urban segment contributed 65% whereas rural India contributed more than 35% to the overall annual FMCG sales. Good harvest, government spending expected to aid rural demand recovery in FY24. The sector had grown 8.5% in revenues and 2.5% in volumes last fiscal year. In the January-June period of 2022, the sector witnessed value growth of about 8.4% on account of price hikes due to inflationary pressures. In third quarter of FY23, the FMCG sector clocked a value growth of 9.0% YoY — lower than the 9.2% YoY value growth seen in third quarter of FY22.

According to NielsenIQ's report, in 2024, the FMCG industry in India is expected to grow between 4.5-6.5%, owing to strength in the sector and Indian economy.

Indian food processing market size reached US$ 307.2 billion in 2022 and is expected to reach US$ 470 billion by 2028, exhibiting a growth rate (CAGR) of 9.5% during 2023-2028.

The Union government approved a new PLI scheme for the food processing sector, with a budget outlay of Rs. 109 billion (US$ 1.46 billion). Incentives under the scheme will be disbursed for six years to 2026-27.

Digital advertising grew to reach US$ 9.92 billion by 2023, with the FMCG industry being the biggest contributor at 42% share of the total digital spend.

India includes 780 million internet users, where an average Indian person spends around 7.3 hours per day on their smartphone, one of the highest in the world. Number of active internet users in India will increase to 900 million by 2025 from 759 million in 2022. In 2022, India's consumer spending was US$ 2,049.57 billion. Indian villages, which contribute more than 35% to overall annual FMCG sales, are crucial for overall revival of the sector. E-commerce now accounts for 17% of the overall FMCG consumption among evolved buyers, who are affluent and make average spends of about Rs. 5,620 (US$ 677.11 million).

The Indian e-commerce market is anticipated to grow from US$ 83 billion in 2022 to US$ 185 billion in 2026. By 2030, it is expected to have an annual gross merchandise value of US$ 350 billion. Fuelling e-commerce growth, India is expected to have over 907 million internet users by 2023, which accounts for ~64% of the total population of the country.

The market has grown exponentially over the past five years due to the surge in internet and smartphone users, improved policy reforms, and increase in disposable income. Mobile wallets, Internet banking, and debit/credit cards have become popular among customers for making transactions on e-commerce platforms. The total value of digital transactions stood at US$ 300 billion in 2021 and is projected to reach US$ 1 trillion by 2026.

The India online grocery market size has been projected to grow from US$ 4,540 million in 2022 to US$ 76,761.0 million by 2032, at a CAGR of 32.7% through 2032.

FMCG giants such as Johnson & Johnson, Himalaya, Hindustan Unilever, ITC, Lakmé and other companies (that have dominated the Indian market for decades) are now competing with D2C-focused start-ups such as Mamaearth, The Moms Co., Bey Bee, Azah, Nua and Pee Safe. Market giants such as Revlon and Lotus took ~20 years to reach the Rs. 100 crore (US$ 13.4 million) revenue mark, while new-age D2C brands such as Mamaearth and Sugar took four and eight years, respectively, to achieve that milestone.

Key Initiatives:

Some of the major initiatives taken by the Government to promote the FMCG sector in India are as follows:

The Union government approved a new PLI scheme for the food processing sector, with a budget outlay of Rs. 109 billion (US$ 1.46 billion). Incentives under the scheme will be disbursed for six years to 2026-27.

The government's initiative to promote millets for its health benefits would increase the consumption and production of the millets in the nation. To support this, the government declared that the Indian Institute of Millet Research in Hyderabad will become a worldwide centre of excellence for the exchange of best practices, knowledge, and innovations.

In 2022, Government announced that the food processing industry has invested Rs. 4,900 crore (US$ 593 million) so far under the PLI scheme, which was approved in March 2021, with a budget outlay of Rs. 10,900 crore (US$ 1.3 billion), likely to increase sales and exports of food products.

A total of 182 applications have been approved under the PLI scheme for the food processing industry. This includes 30 applications for millets-based products under the PLI scheme (8 large entities and 22 SMEs)

In 2022, a total of 112 food processing projects were completed and operationalized, leveraging the private investment of Rs. 706.04 crore (US$ 85.4 million) and generating direct and indirect employment for 25,293 people.

To boost the food processing sector, the Centre has permitted under the Income Tax Act a deduction of 100% of profit for five years and 25% of profit in the next five years in case of new agro-processing industries set up to package and preserve fruits and vegetables.

Excise Duty of 16% on dairy machinery has been fully waived off and excise duty on meat, poultry and fish products has been reduced from 16% to 8%.

An amount of Rs. 1,000 crore (US$ 120.7 million) is being set up initially in NITI Aayog for SETU for setting up of incubation centres and enhance skill development to facilitate the startup ecosystem in the country while improving the ease of doing business.

The governments' incentives and the FDI funds have helped the FMCG sector strengthen employment, establish a more robust supply chain, and capture high visibility for FMCG brands across established retail markets.

Union Budget 2023-24 has allocated US$ 976 million for PLI schemes that aims to reduce import costs, improve the cost competitiveness of domestically produced goods, increase domestic capacity, and promote exports.

The government's production-linked incentive (PLI) scheme gives companies a major opportunity to boost exports with an outlay of US$ 1.42 billion.

GST is expected to transform logistics in the FMCG sector into a modern and efficient model as all major corporations are remodelling their operations into larger logistics and warehousing.

ROAD AHEAD

Rural consumption has increased, led by a combination of increasing income and higher aspiration levels. There is an increased demand for branded products in rural India. On the other hand, with the share of the unorganised market in the FMCG sector falling, the organised sector growth is expected to rise with an increased level of brand consciousness, augmented by the growth in modern retail. Another major factor propelling the demand for food services in India is the growing youth population, primarily in urban regions. India has a large base of young consumers who form most of the workforce, and due to time constraints, barely get time for cooking.

Online portals are expected to play a key role for companies trying to enter the hinterlands. The Internet has contributed in a big way, facilitating a cheaper and more convenient mode to increase a company's reach. The number of internet users in India is likely to reach 1 billion by 2025. It is estimated that 40% of all FMCG consumption in India will be made online by 2030. E-commerce share of total FMCG sales is expected to increase by 11% by 2030. It is estimated that India will gain US$ 15 billion a year by implementing GST. GST and demonetisation are expected to drive demand, both in the rural and urban areas and economic growth in a structured manner in the long term and improved the performance of companies within the sector.

Source: Media Reports, Press Information Bureau (PIB), Union Budget 2023-24

https://www.ibef.org/industry/fmcg

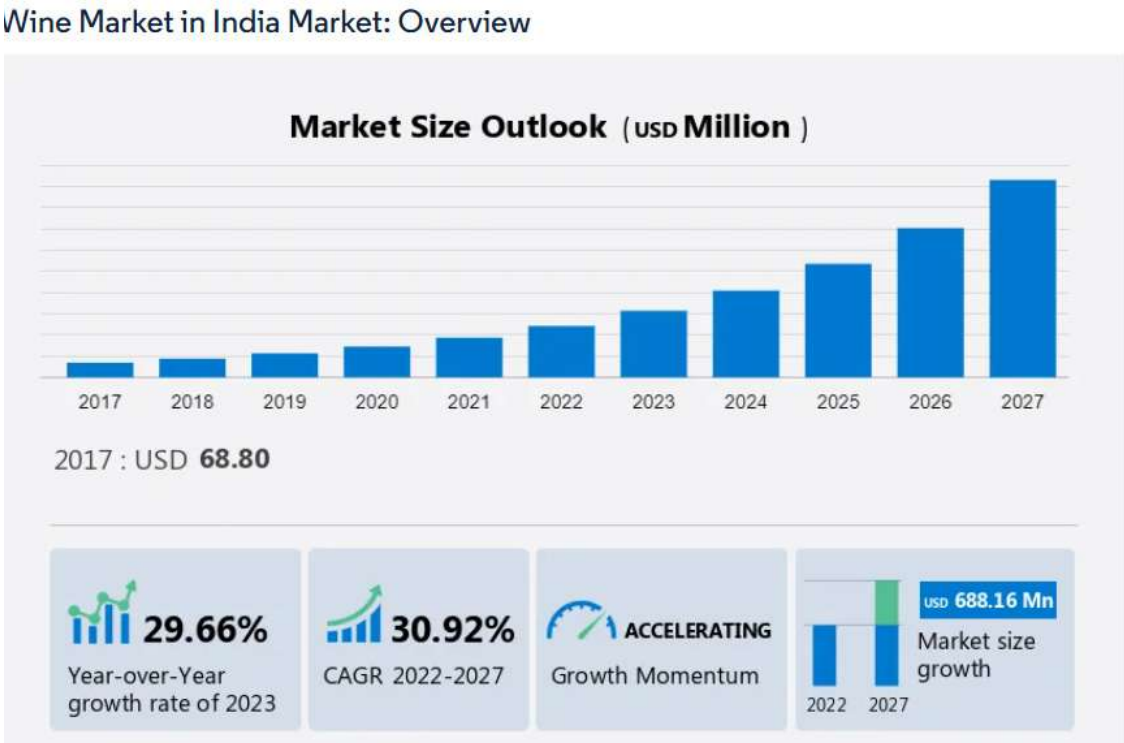
WINERY BUSINESS

Wine refers to an alcoholic beverage made with the fermented juice of grapes. It consists of additional condiments, such as potassium sorbate, water, aromatics, potassium metabisulfite, acids, alcohol, tannins, and sugar, to inhibit enzymatic browning. Wine is rich in antioxidants that are beneficial in treating a common cold, lowering bad cholesterol, regulating blood sugar levels, reducing the risk of cancer, and protecting against cell damage. It is widely consumed directly or used in cooking applications to intensify the flavor and aroma of finished dishes. Commonly available in still, fortified, sparkling, and vermouth variants, moderate consumption of wine further prevents circulatory and heart diseases, such as atherosclerosis, coronary heart disease, heart attack, failure, and stroke.

The wine market in India is growing due to the availability of online stores and speciality retailers, providing consumers with a wide range of choices and convenient online shopping experiences. Strong online distribution channels and platform providers like WineWell and LiquorKart are boosting online sales. This expansion creates opportunities for vendors to target customers without geographical limitations, enhance operational efficiencies, and offer customized products. The evolving retail landscape allows vendors to develop online strategies and eliminate middlemen, resulting in competitive pricing and increased profit margins. Factors such as rising disposable income, changing attitudes towards alcohol consumption, wine's perception as a sophisticated drink, and the growth of wine bars and tourism contribute to this market growth. The Indian wine market is expected to continue its upward trajectory and become a significant player in the global industry.

The Indian wine market size is estimated to grow at a CAGR of 30.92% between 2022 and 2027. The size of the market is forecast to increase by USD 688.16 million. In 2017 the size of the market was valued at USD 68.80 million.

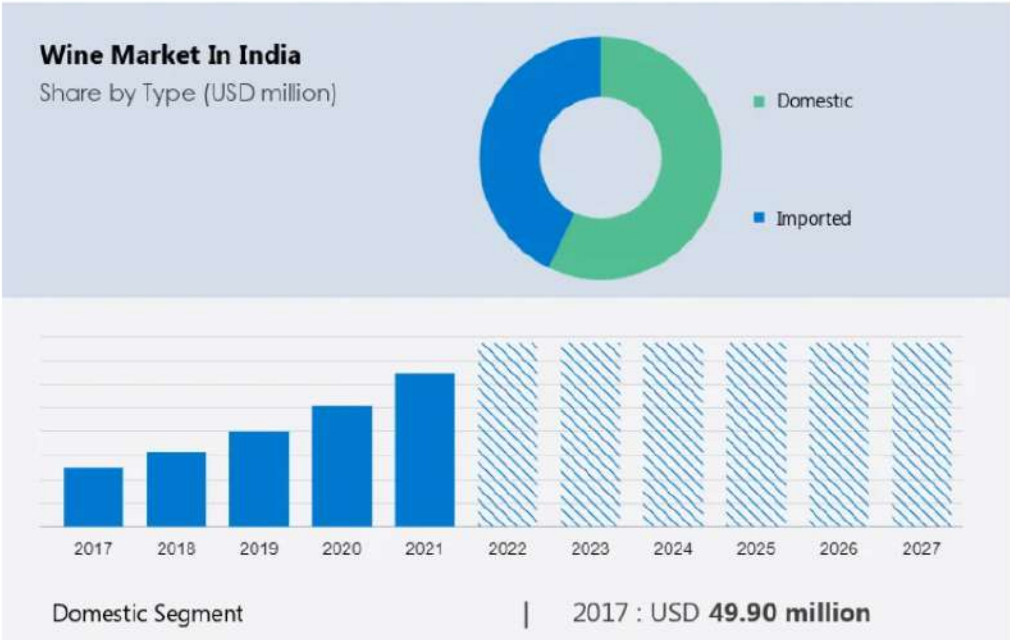
This wine market in India report extensively covers market segmentation by Type (domestic and imported) and Product (red, fortified, white, and sparkling). It also includes an in-depth analysis of drivers, trends, and challenges.



Trends

The rising population of millennials worldwide is the key trend in the market. The spending power of millennials is tremendous and is anticipated to grow. Millennials made up over 40% of India's working-age population in 2022 and were among the group's highest salary earners. Alcoholic beverages, including wine, are becoming popular among millennials, as millennials are more enthusiastic to try out new variants and flavors than other consumer segments. The millennial population accounted for one-third of the total population in India in 2022, providing a huge opportunity for domestic players to expand their geographical presence and increase their customer base. The millennial population is expected to play an essential role in the growth of the India wine market during the forecast period.

Wine Market in India Size



- The Wine market in India is projected to generate a revenue of US$6,974.0m in 2024.
- The volume of Wine market consumed is projected to reach 1,073.0m L by 2028.
- In 2025, the Wine market is expected to exhibit a volume growth rate of 15.4%.
- Furthermore, the average volume per person in the Wine market is predicted to be 0.49L in 2024.
- India's wine market is experiencing rapid growth due to increasing consumer demand and a growing appreciation for wine culture.

The India wine market size reached US$ 164.1 Million in 2022. Looking forward, IMARC Group expects the market to reach US$ 477.9 Million by 2028, exhibiting a growth rate (CAGR) of 18.9% during 2023-2028.

The widespread product adoption in the food and beverage (F&B) industry across the country is creating a positive outlook for the market. Wine is widely used to impart delicate flavors and bring out the richness of products. Additionally, the increasing product demand among young consumers due to the emerging trend of socializing at restaurants and bars is favoring the market growth. Apart from this, the introduction of organic wines that restrict the use of chemicals in their harvest and preparation is propelling the market growth. The practice of such sustainable methods by growers offers various health and environmental benefits, such as higher concentration of antioxidants, better heart health, easier to process by the liver, and lower carbon footprint. In line with this, the increasing demand for gluten-free alcoholic beverages due to the rising health consciousness among the masses and the increasing incidences of celiac disease is propelling the market growth. Furthermore, the rising demand for premiumization of wine manufactured with high-quality ingredients and the launch of new flavored fortified wines are positively impacting the market growth. Other factors, including increasing expenditure capacities of consumers, improving lifestyles, and easy product availability across e-commerce platforms, are supporting the market growth.

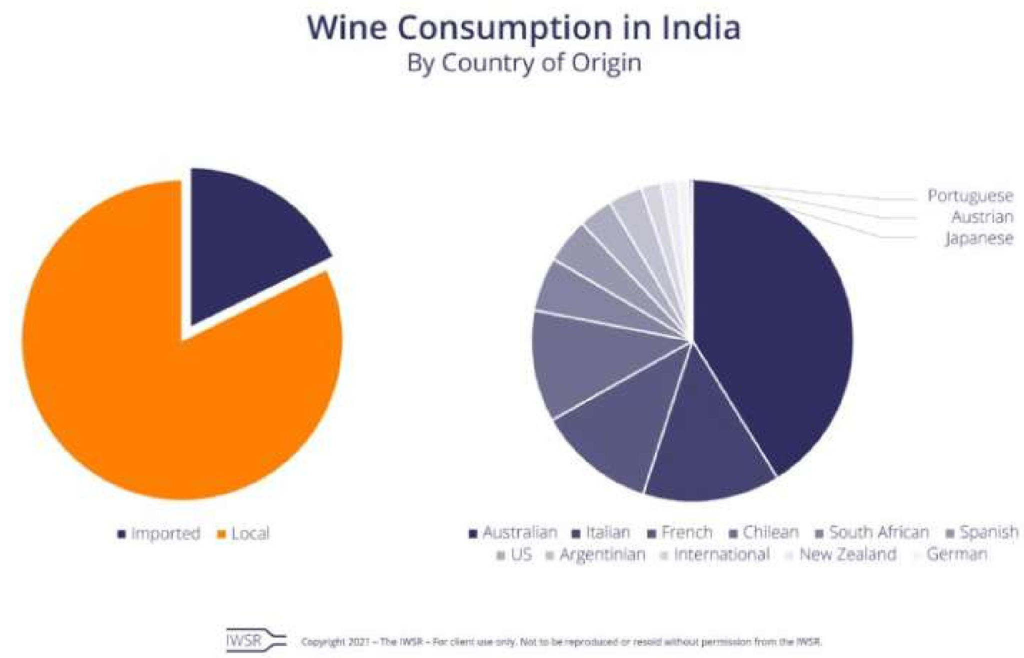
Domestic and imported wine brands in India have a bright future ahead of them as cultural shifts create beneficial consumer trends and penetration into less tapped demographics, such as younger LDA drinkers and men.

An increased focus on higher quality offerings by the dominant domestic wine industry and increased consumption without food are also likely to boost demand – but imported wines face familiar hurdles in the shape of high taxes and tariffs, and a cumbersome regulatory system.

In the short term, the Covid-19 pandemic had a significant impact on wine sales during 2020. The on-trade is an important channel for wine in India, and closures and lockdowns led to sales volumes plummeting by about -20% in

12 months, according to IWSR data. Imports were also adversely affected by supply disruption and the scaling back of distribution, as well as challenges with international logistics and liquidity.

But longer-term pre-pandemic trends show wine becoming more approachable and acceptable in Indian society. “In both TV and film, young and discerning characters are drinking wine, most importantly without food, beginning to break a connection in many consumers’ minds,” reports IWSR research analyst Jason Holway. “These characters are both male and female, subtly questioning the conventional view that wine is more of a woman’s drink.”



Domestic producers account for 70% of still wine consumption, 80% of the sparkling wine category, and over 80% of the total wine category in India.

The pandemic afforded these domestic brand owners an opportunity to rethink their strategies, focusing more on their higher-margin products and concentrating more on their retail routes to market as on-trade opportunities contracted. “Consumer education remains a key priority, but there is a sense that the category has attracted new consumers within more affluent, metro households,” says Holway.

This has also encompassed the creation of innovative, more egalitarian products, including wine in cans. Sula and Fratelli, for example, have launched canned products in the still and sparkling wine spaces with Dia and Tilt respectively.

“There is a sense that local players, deprived of on-trade opportunities for much of 2020, have taken a step back and reassessed their priorities,” says Holway. “They have focused on better-quality yet still very much affordable wines and sought to weaken associations with food and female customers, without entirely breaking connections to what will remain important consumer drivers.”

For imported wines, 2020 was an immensely challenging year, thanks to Covid-19 restrictions and disruptions to supply and distribution. All origins and price bands registered volume declines during the year – except for premium wines from South Africa, which owed their increase to the anomalous stocking and promotion of one brand.

Nonetheless, international wine companies are eyeing growth in India as a key strategic goal in the longer term, with the country named as a target market in trade body Australian Grape & Wine’s 2021-22 Pre-Budget Submission to the Australian Government.

The submission identifies India as a “significant growth opportunity” for Australian wine, which it says is “already the primary importer of wine in the relatively small wine market”, outlining a 10-year plan of short-, medium- and long-term objectives.

"As long as all parties – domestic producers, imported brands and their distribution partners – get the balance right between educating consumers and offering choice at accessible price-points, and invest in distribution – both at home and overseas – the prospects are bright for growth."

Source: https://www.theiwsr.com/will-wine-take-off-in-india/

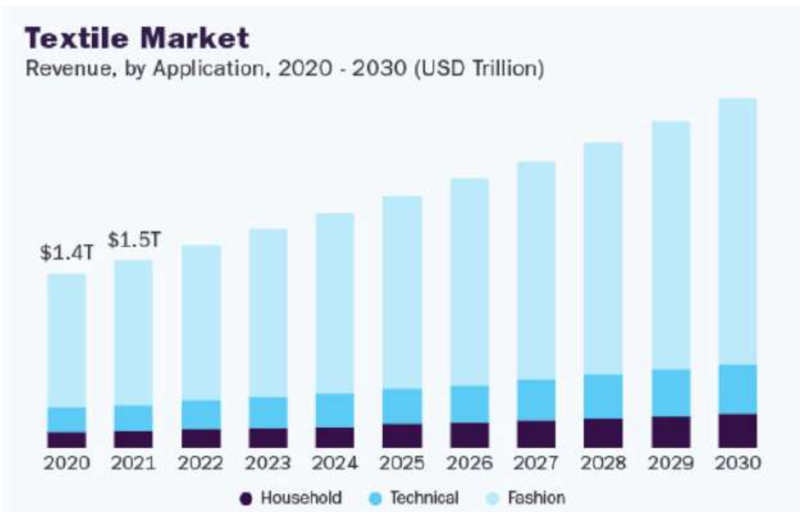
Source: https://mma.prnewswire.com/media/2030739/Technavio_Report_titled_India_Wine_Market.html

B. **Textile Business:**

India's textiles sector is one of the oldest industries in the Indian economy, dating back to several centuries.

The industry is extremely varied, with hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital-intensive sophisticated mills sector on the other end. The decentralised power looms/ hosiery and knitting sector forms the largest component in the textiles sector. The close linkage of textiles industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles makes it unique in comparison to other industries in the country. India's textiles industry has a capacity to produce wide variety of products suitable for different market segments, both within India and across the world.

India's Textiles industry has around 4.5 crore employed workers including 35.22 lakh handloom workers across the country. The industry contributed 7% to the industry output (by value) in 2018-19. The Indian textiles and apparel industry contributed 2% to the GDP, 12% to export earnings and held 5% of the global trade in textiles and apparel in 2018-19. Exports of textiles (RMG of all textiles, cotton yarns/fabs./made-ups/handloom products, man-made yarns/fabs./made-ups, handicrafts excl. handmade carpets, carpets and jute mfg. including floor coverings) stood at US$ 22.89 billion between April 2021 and October 2021.



The Indian textile and apparel industry is expected to grow at 10% CAGR from 2019-20 to reach US$ 190 billion by 2025-26. India has a 4.6% share of the global trade in textiles and apparel. Moreover, India is the world's 3rd largest exporter of Textiles and Apparel.

The Indian Technical Textile market has a huge potential of a 10% growth rate, increased penetration level of 9-10% and is the 5th largest technical textiles market in the world. India's sportech industry is estimated around US$ 1.17 million in 2022-23.

The Indian Medical Textiles market for drapes and gowns is around US$ 9.71 million in 2022 and is expected to grow at 15% to reach US$ 22.45 million by 2027.

The Indian composites market is expected to reach an estimated value of US$ 1.9 billion by 2026 with a CAGR of 16.3% from 2021 to 2026 and the Indian consumption of composite materials will touch 7,68,200 tonnes in 2027.

India is the world's largest producer of cotton. Estimated production stood at 343.4 lakh bales during the cotton season 2022-23. India's demand for domestic consumption of cotton is estimated to be 5.29 million metric tonnes in 2022-23. Domestic consumption for the 2021-22 cotton season was estimated to be 338 lakh bales. Cotton production in India is projected to reach 7.2 million tonnes (~43 million bales of 170 kg each) by 2030, driven by increasing demand from consumers. In FY23, exports of readymade garments (RMG) including accessories stood at US$ 16.2 billion. It is expected to surpass US$ 30 billion by 2027, with an estimated 4.6-4.9% share globally.

In 2022-23, the production of fibre in India stood at 2.15 million tonnes. While for yarn, the production stood at 5,185 million kgs during the same period. Natural fibres are regarded as the backbone of the Indian textile industry, which is expected to grow from US$ 138 billion to US$ 195 billion by 2025.

Exports of readymade garments including cotton accessories stood at US$ 6.19 billion in FY22.

Exports for 247 technical textile items stood at Rs. 5,946 crore (US$ 715.48 million) between April-June (2023-24).

Global Industry Overview:

The COVID-19 pandemic has challenged the textile industry drastically in 2020. Asia, which is one of the largest markets for the textile industry in the world, has suffered from the prolonged lockdowns and restrictions in the majority of Asian countries along with the sudden drop in international demand for their products. The loss was particularly high in countries where the textile industry accounted for a larger share of the exports. According to the study by the International Labour Organization (ILO) the global textile trade collapsed during the first half of 2020. Also, exports to the major buying regions in the European Union, the United States, and Japan fell by around 70%. The industry also suffered several supply chain disruptions due to the shortages of cotton and other raw materials.

The textile industry is an ever-growing market, with key competitors being China, the European Union, the United States, and India. China is the world's leading producer and exporter of both raw textiles and garments. The United States is the leading producer and exporter of raw cotton, while also being the top importer of raw textiles and garments. The textile industry of the European Union comprises Germany, Spain, France, Italy, and Portugal at the forefront with a value of more than 1/5th of the global textile industry. India is the third-largest textile manufacturing industry and is responsible for more than 6% of the total textile production, globally. The rapid industrialization in the developed and developing countries and the evolving technology are helping the textile industry to have modern installations which are capable of high-efficient fabric production. These factors are helping the textile industry to record more revenues during the study period and are expected to help the industry further in the forecast period.

The global textile industry impacts nearly every human being on the planet. The global textile industry is a manufacturing sector that's currently worth nearly three trillion dollars (in U.S. dollars) and includes the production, refinement, and sale of both synthetic and natural fibers used in thousands of industries.

It's estimated anywhere between 20 million and 60 million people are employed in the textile industry worldwide. Employment in the garment industry is particularly important in developing economies such as India, Pakistan, and Vietnam. The industry accounts for approximately two percent of global gross domestic product (GDP) and accounts for an even greater portion of GDP for the world's leading producers and exporters of textiles and garments.

The fashion application segment led the market and accounted for more than 73% of the global revenue share in 2021 owing to the increased consumer spending on clothing and apparel. In addition, high consumer demand for crease-free suiting & shirting fabrics, as well as quality-dyed & printed fabrics across the globe will drive the segment growth further.

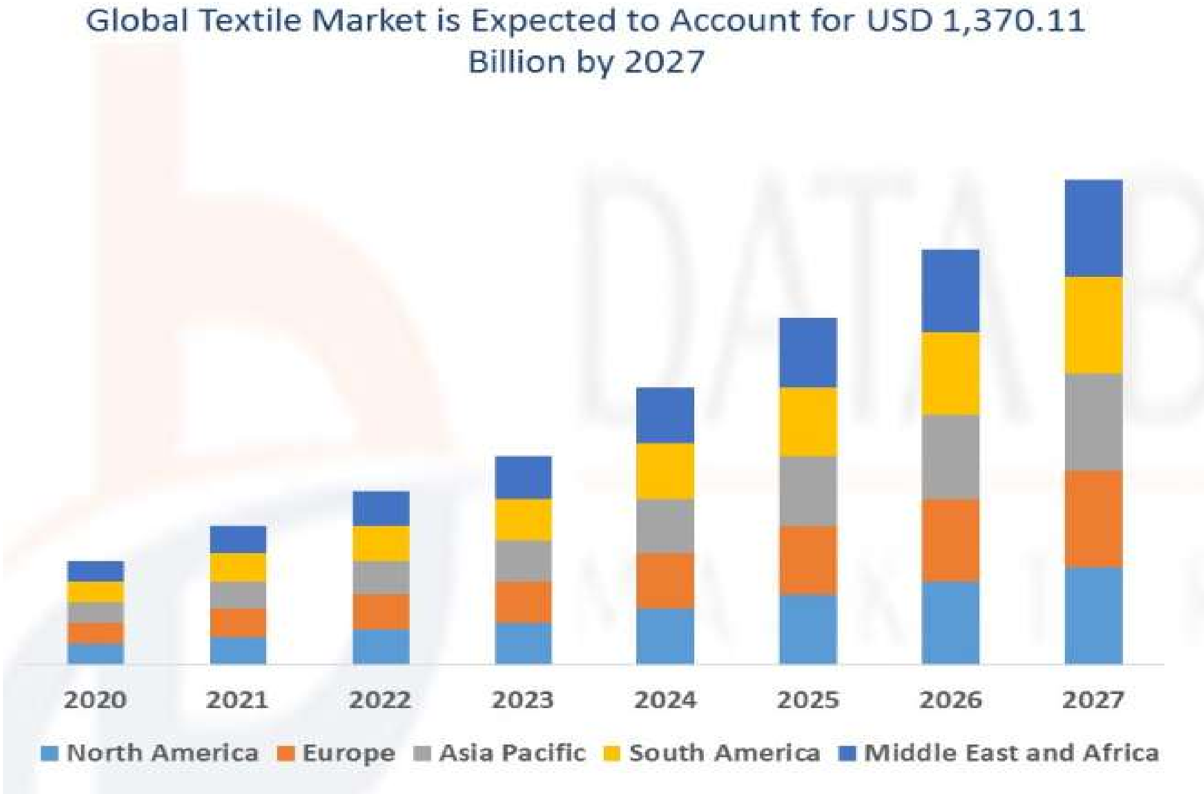


Figure: Global market size by application; source:

https://www.databridgemarketresearch.com/reports/global-textile-market

In addition, increasing application in the construction, transportation, medical, and protective clothing applications have boosted the use of the same, which is consequently driving the textiles market. The use of textiles in different areas of a household is one of the prominent growth driving factors for the household application segment.

The textile industry works on three major principles, designing, production, and distribution of different flexible materials, such as yarn and clothing. Several processes, such as knitting, crocheting, weaving, and others, are largely used to manufacture a wide range of finished and semi-finished goods in bedding, clothing, apparel, medical, and other accessories.

Increasing demand for online shopping is expected to drive the textile manufacturing market. Manufacturers can now sell their products on a larger platform than before, which will increase their customer base geographically driving the growth of the textile manufacturing market. In countries such as India, for instance, e-commerce portals have boosted the sales of traditional garments by giving larger exposure to producers who were confined to one geography.

GOVERNMENT INITIATIVES

The Indian government has come up with several export promotion policies for the textiles sector. It has also allowed 100% FDI in the sector under the automatic route.

Other initiatives taken by the Government of India are:

- Mr. Piyush Goyal also discussed the roadmap to achieve the target of US$ 250 billion in textiles production and US$ 100 billion in exports by 2030.
- In July 2023, 43 new implementing partners were empanelled under the SAMARTH scheme and an additional target of training around 75,000 beneficiaries has been allocated.
- 1,83,844 beneficiaries trained across 1,880 centres under Samarth.

- In June 2023, the Government approved R&D projects worth US$ 7.4 million (Rs. 61.09 crore) in the textile sector.
- In February 2023, the union government approved 1,000 acres for setting up a textile park in Lucknow.
- In February 2023, according to the Union Budget 2023-24, the total allocation for the textile sector was Rs. 4,389.24 crore (US$ 536.4 million). Out of this, Rs. 900 crore (US$ 109.99 million) is for Amended Technology Upgradation Fund Scheme (ATUFS), Rs. 450 crore (US$ 54.99 million) for National Technical Textiles Mission, and Rs. 60 crore (US$ 7.33 million) for Integrated Processing Development Scheme.

The future of the Indian textiles industry looks promising, buoyed by strong domestic consumption as well as export demand. India is working on various major initiatives to boost its technical textile industry. Owing to the pandemic, the demand for technical textiles in the form of PPE suits and equipment is on the rise. The government is supporting the sector through funding and machinery sponsoring.

Top players in the sector are achieving sustainability in their products by manufacturing textiles that use natural recyclable materials.

With consumerism and disposable income on the rise, the retail sector has experienced a rapid growth in the past decade with the entry of several international players like Marks & Spencer, Guess and Next into the Indian market. The growth in textiles will be driven by growing household income, increasing population and increasing demand by sectors like housing, hospitality, healthcare, etc.

C. **INFRASTRUCTURE BUSINESS:**

India's high growth imperative in 2023 and beyond will significantly be driven by major strides in key sectors with infrastructure development being a critical force aiding the progress.

Infrastructure is a key enabler in helping India become a US$ 26 trillion economy. Investments in building and upgrading physical infrastructure, especially in synergy with the ease of doing business initiatives, remain pivotal to increase efficiency and costs. Prime Minister Narendra Modi also recently reiterated that infrastructure is a crucial pillar to ensure good governance across sectors.

The government's focus on building infrastructure of the future has been evident given the slew of initiatives launched recently. The US$ 1.3 trillion national master plan for infrastructure, Gati Shakti, has been a forerunner to bring about systemic and effective reforms in the sector, and has already shown a significant headway.

Infrastructure support to nation's manufacturers also remains one of the top agendas as it will significantly transform goods and exports movement making freight delivery effective and economical.

The "Smart Cities Mission" and "Housing for All" programmes have benefited from these initiatives. Saudi Arabia seeks to spend up to US$ 100 billion in India in energy, petrochemicals, refinery, infrastructure, agriculture, minerals, and mining.

Infrastructure sector is a key driver for the Indian economy. The sector is highly responsible for propelling India's overall development and enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. Infrastructure sector includes power, bridges, dams, roads, and urban infrastructure development. In other words, the infrastructure sector acts as a catalyst for India's economic growth as it drives the growth of the allied sectors like townships, housing, built-up infrastructure and construction development projects.

In order to meet India's aim of reaching a US$ 5 trillion economy by 2025, infrastructure development is the need of the hour. The government has launched the National Infrastructure Pipeline (NIP) combined with other initiatives such as 'Make in India' and the production-linked incentives (PLI) scheme to augment the growth of infrastructure sector. Historically, more than 80% of the country's infrastructure spending has gone toward funding for transportation, electricity, and water& irrigation.

While these sectors still remain the key focus, the government has also started to focus on other sectors as India's environment and demographics are evolving. There is a compelling need for enhanced and improved delivery across the whole infrastructure spectrum, from housing provision to water and sanitation services to digital and transportation demands, which will assure economic growth, increase quality of life, and boost sectoral competitiveness.

MARKET SIZE

In Interim Budget 2024-25, capital investment outlay for infrastructure has been increased by 11.1% to Rs. 11.11 lakh crore (US$ 133.86 billion), which would be 3.4 % of GDP. As per the Interim Budget 2023-24, a capital outlay of Rs. 2.55 lakh crore (US$ 30.72 billion) has been made for the Railways, an increase of 5.8% over the previous year.

Starting with 6,835 projects, the NIP project count now stands at 9,142 covering 34 sub-sectors, as per news reports. Under the initiative, 2476 projects are under the development phase with an estimated investment of US$ 1.9 trillion. Nearly half of the under-development projects are in the transportation sector, and 3,906 are in the roads and bridges sub-sector.

During FY 2023-24, Total revenue of Indian Railways stands at US$ 28.89 billion (Rs 2.40 Lakh Crore) as on 15th March. Last year on 15th March, total Revenue was US$ 26.84 billion (Rs 2.23 Lakh Crore).

India's logistics market is estimated to be US$ 317.26 billion in 2024 and is expected to reach US$ 484.43 billion by 2029, growing at a CAGR of 8.8%.

India intends to raise its ranking in the Logistics Performance Index to 25 and bring down the logistics cost from 14% to 8% of GDP, leading to a reduction of approximately 40%, within the next five years.

In December 2022, AAI and other Airport Developers have targeted capital outlay of approximately Rs. 98,000 crore (US$ 11.8 billion) in airport sector in the next five years for expansion and modification of existing terminals, new terminals and strengthening of runways, among other activities.

India currently has the fifth-largest metro network in the world and will soon overtake advanced economies such as Japan and South Korea to become the third-largest network. Metro rail network reached 810 kms and is operational in 20 cities.

In the last 10 years, 697 km have been added to Metro Rail Network across the country. In 2024, about 945 km of metro rail lines are operational in 21 cities and 919 km is under construction in 26 different cities

At almost 20 kms, Mumbai monorail is the third largest route in the world after China with 98 kms and Japan with 28 kms.

FDI in construction development (townships, housing, built-up infrastructure and construction development projects) and construction (infrastructure) activity sectors stood at US$ 26.61 billion and US$ 33.91 billion, respectively, between April 2000-March 2024.

Indian logistics market is estimated to touch US$ 320 billion by 2025. The overall infrastructure capex is estimated to grow at a CAGR of 11.4% over 2021-26 driven by spending on water supply, transport, and urban infrastructure. Investment in infrastructure contributed around 5% of the GDP in the tenth five-year plan as against 9% in the eleventh five-year plan. Further, US$ 1 trillion investment in infrastructure was proposed by the India's planning commission during the 12th five-year plan, with 40% of the funds coming from the private sector.

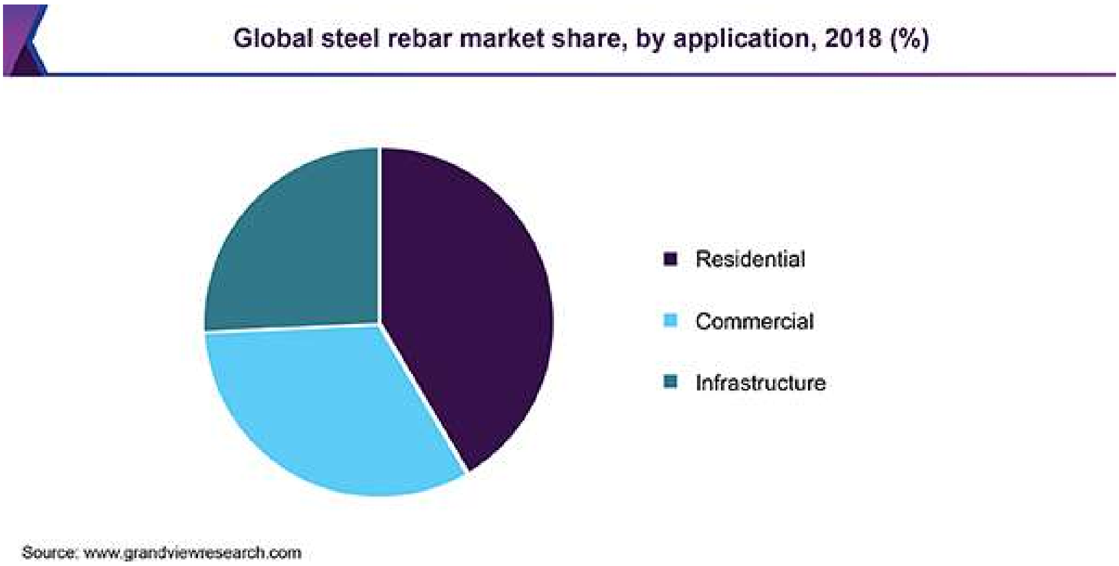


Figure: Global Steel bar market by application; Source: www.grandviewresearch.com

Government Initiatives

Under Interim Budget 2024-25:

- The Central government has increased its capital expenditure (capex) allocation to US$ 133.9 billion (Rs. 11.11 trillion) for the fiscal year beginning April 1, 2024, with a focus on advancing India's infrastructure, as part of a strategic move to stimulate economic growth. An increase of 11.1% from the previous year, the FY25 interim budget allots US$ 133.9 billion (Rs. 11.11 trillion) for capital expenditures, or 3.4% of GDP.
- With a 37% increase in the current fiscal year, capital expenditures (capex) are on the rise, which bolsters ongoing infrastructure development and fits with Vision 202
- 7 goals for India's economic growth to become a US$ 5 trillion economy. In order to anticipate private sector investment and to address employment and consumption in rural India, the budget places a strong emphasis on the development of roads, shipping, and railways.
- India's ambitious plan calls for spending US$ 1.723 trillion (approximately Rs. 143 trillion) on infrastructure between FY24 and FY30, with a particular emphasis on power, roads, and developing industries like renewable energy and electric vehicles.
- Prime Minister Mr. Narendra Modi emphasized that India is committed to attaining net-zero carbon emissions by 2070, and that the country's ambitious goal of 500 gigawatts (GW) of renewable capacity by 2030 should be met. In order to make this possible, he unveiled a plan to raise the proportion of gas in India's energy mix to 15% by 2030, which will involve spending roughly US$ 67 billion over the course of the following five to six years.
- In Interim Budget 2024-25, capital investment outlay for infrastructure has been increased by 11.1% to Rs.11.11 lakh crore (US$ 133.86 billion), which would be 3.4 %of GDP.
- The government has decided to allocate Rs. 2.76 lakh crore (US$ 33.4 billion) towards the Ministry of Roads for 2024-25.
- A capital outlay of Rs. 2.55 lakh crore (US$ 30.72 billion) has been made for the Railways, an increasedof 5.8% over the previous year.
- The allocation for solar power grid reached Rs. 8,500 crores (US$ 1.02 billion) from the previous allocation of Rs. 4,970 crores (US$ 598.80 million).
- The Interim Budget 2024-25 allocated Rs. 1,11,876.6 crore (US$ 13.5 billion) for the Department of Telecom.
- The government announced Rs. 77,523.58 crore (US$ 9.3 billion) to the Ministry of Housing and Urban Affairs.
- Three significant economic railway corridor initiatives—energy, port connectivity, mineral and cement, and high traffic density—will be carried out by the railway industry. Additionally, in order to improve passenger safety, convenience, and comfort, forty thousand standard rail bogies will be converted to Vande Bharat standards.

- In the aviation sector, the number of airports has doubled to 149, and currently, 1.3 crore passengers are transported on 517 new routes. Indian airlines have taken the initiative to order more than a thousand new aircraft.

D. **ENERGY BUSINESS: (Materials, Products and Services for the Renewable Energy Equipment and Project**

The energy industry also includes secondary sources such as electricity. Energy prices—along with the earnings performance of energy producers—are largely driven by the supply and demand for worldwide energy.

Oil and gas producers tend to perform well during periods of elevated oil and gas prices. However, energy companies earn less when the price of energy commodities falls. Oil refiners, on the other hand, benefit from the falling cost of feedstock to produce petroleum products like gasoline when crude oil prices drop. Furthermore, the energy industry is sensitive to political events, which historically have led to volatility—wild fluctuations—in the price of oil.

The power or energy industry is the sector responsible for generating, transmitting, and distributing electricity to homes, businesses, and industries. It encompasses various types of energy sources, including fossil fuels like coal, oil, and natural gas, as well as renewable sources like solar, wind, hydroelectric, and nuclear power.

The industry plays a critical role in providing the energy needed to power our modern lives, from lighting and heating our homes to running factories and charging electric vehicles. Additionally, it is undergoing significant transformations as efforts are made to transition to cleaner and more sustainable energy sources to address environmental concerns and combat climate change.

India's energy demand is expected to increase more than that of any other country in the coming decades due to its sheer size and enormous potential for growth and development. Therefore, most of this new energy demand must be met by low-carbon, renewable sources. India's announcement India that it intends to achieve net zero carbon emissions by 2070 and to meet 50% of its electricity needs from renewable sources by 2030 marks a historic point in the global effort to combat climate change.

India was ranked fourth in wind power capacity and solar power capacity, and fourth in renewable energy installed capacity, as of 2023. Installed renewable power generation capacity has increased at a fast pace over the past few years, posting a CAGR of 15.4% between FY16 and FY23. India has 125.15 GW of renewable energy capacity in FY23. India is the market with the fastest growth in renewable electricity, and by 2026, new capacity additions are expected to double.

With the increased support of the Government and improved economics, the sector has become attractive from an investor's perspective. As India looks to meet its energy demand on its own, which is expected to reach 15,820 TWh by 2040, renewable energy is set to play an important role.

MARKET SIZE

As of March 2024, Renewable energy sources, including biomass, waste to power and waste to energy, have a combined installed capacity of 143.64 GW. As of February 2024, 42.25% of the total power installed capacity is from non-fossil-based sources.

India's installed renewable energy capacity is expected to increase to about 170 GW by March 2025 from the level of 135 GW as of December 2023, according to research agency ICRA.

The country is targeting about 450 Gigawatt (GW) of installed renewable energy capacity by 2030 – about 280 GW (over 60%) is expected from solar.

The non-hydro renewable energy capacity addition stood at 4.2 GW for the first three months of FY23 against 2.6 GW for the first three months of FY22. According to research by the Council on Energy, Environment and Water's Centre for Energy Finance (CEEW-CEF), India's total installed power generation capacity reached 416 GW in FY23, of which 125 GW (30%) came from renewable energy (RE) and 47 GW (11%) comes from hydro.

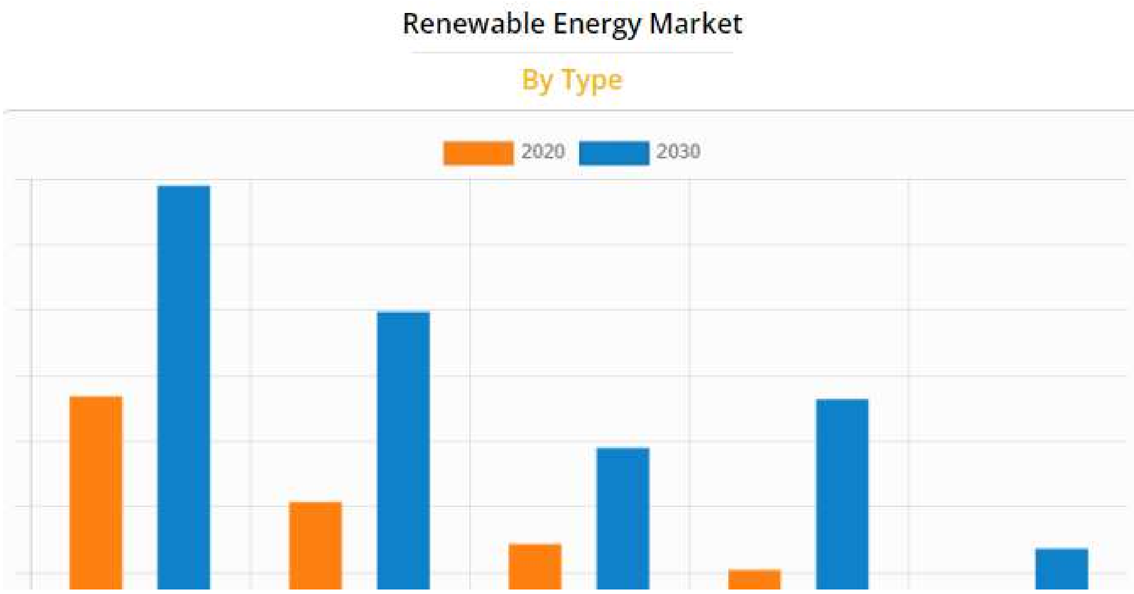
The electricity generation target (Including RE) for the year 2023-24 has been fixed as 1750 Billion Units (BU). i.e. growth of around 7.2% over the actual generation of 1624.158 BU for the previous year (2022-23). The generation during 2022-23 was 1624.158 BU as compared to 1491.859 BU generated during 2021-22, representing a growth of about 8.87%.

The installed solar energy capacity has increased by 26 times in the last 9 years and stands at 73.32 GW as of December 2023. In 2023, India has added 7.5 GW of solar power capacity. During January 2024, the capacity addition from solar energy stood at 9008.47 MW.

Solar power accounted for 16.9% of the total installed power capacity and 40.1% of the total installed renewable capacity at the end of December 2023. Solar power's share increased by 0.3% from the last quarter, when it accounted for 39.5% of the total renewable capacity.

India has hydroelectric power projects with a total capacity of 15 GW under construction, which will increase the country's total hydro capacity from 42 GW to 67 GW by 2031-32, supported by IMD's prediction of higher rainfall and the government's proactive stance towards accelerated hydropower development.

Figure: Energy business market size by the type; Source: alliedmarketresearch.com



By end use, the residential segment acquired the top position of the global market in 2020, and it is anticipated to grow at a CAGR of 8.4% during the forecast period. Increase in use of geothermal heat pump in residential heating application is expected to drive the growth of the market.

The requirement of geothermal power is expected to increase significantly with rise in demand for electricity. This factor is expected to drive the growth of the market. Several companies in the market offer geothermal power to the residential sectors.

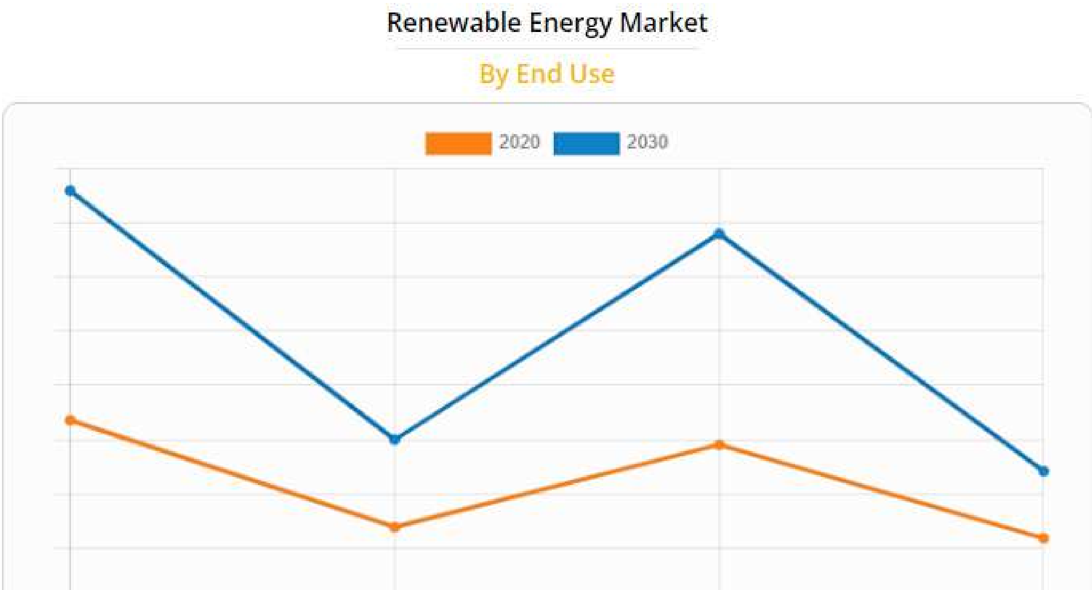


Figure: Renewable energy Market size by end use; Source: www.alliedresearch.com

Indian Industry Overview:

- In the Union Budget 2022-23, the government allocated US$ 885 million (Rs. 7,327 crore) for the solar power sector including grid, off-grid, and PM-KUSUM projects.
- Under the Union Budget 2022-23, the government announced the issuance of sovereign green bonds, as well as conferring infrastructure status to energy storage systems, including grid-scale battery systems.
- The Green Energy Corridor projects have been initiated to facilitate renewable power evacuation and reshaping the grid for future requirements. As on October 2022, 8651 ckm of intra-state transmission lines have been constructed and 19,558 MVA intra-state substations have been charged.
- To encourage rooftop solar (RTS) throughout the country, Ministry New and Renewable Energy has developed a National Portal wherein any residential consumer from any part of the country can apply for rooftop solar without waiting for Discom to finalize tender and empanel vendors. Since the launch on July 30, 2022, the total number of applications received on the national portal is for 117 MW solar capacity and the feasibility of more than 18 MW projects is granted.
- Production Linked Incentive Scheme (Tranche II) on 'National Programme on High Efficiency Solar PV Modules', with an outlay of US$ 2.35 billion (Rs. 19,500 crore) was approved and launched.
- As of August 24, 2022, over 36.86 crore LED bulbs, 72.18 lakh LED tube lights and 23.59 lakh energy-efficient fans have been distributed across the country, saving around 48,411 million kWh per year and around Rs. 19,332 crore (US$ 2.47 billion) in cost savings.
- As of November 2022, over 51.62 lakh smart metres have been deployed under the National Smart Grid Mission (NSGM), with a further 61.13 lakh to be deployed.
- Electrification in the country is increasing with support from schemes like Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY), Ujwal DISCOM Assurance Yojana (UDAY), and Integrated Power Development Scheme (IPDS).
- In order to meet India's 500 GW renewable energy target and tackle the annual issue of coal demand supply mismatch, the Ministry of Power has identified 81 thermal units which will replace coal with renewable energy generation by 2026.
- In February 2022, a parliamentary standing committee recommended the government to take steps to increase the loan limit for renewable energy sector under priority sector lending. The current limit stands at Rs. 30 crore (U$ 3.93 million).
- With a potential capacity of 363 GW and with policies focused on the renewable energy sector, Northern India is expected to become the hub for renewable energy in India.

Figure: Sector Composition of Renewable Energy Sector

Key Market Movements:

- In February 2023, Tata Power inaugurated 'Divyang' a managed customer relations centre in Mumbai, which is a first among Indian power utilities.
- In January 2023, the Union Cabinet (CCEA) approved investment of US$ 315 million (Rs. 2,614 crores) for SJVN's 382 MW Sunni Dam Hydro Project.
- In January 2023, President of India laid foundation stone of SJVN's 1000 MW Bikaner Solar Power Project in Rajasthan.
- In January 2023, the President of India dedicated transmission system built by Powergrid for 8.9 GW of solar power in Rajasthan.
- In August 2022, Tata Power Green Energy Limited (TPGEL), a wholly-owned subsidiary of Tata Power, commissioned a 225MW hybrid power project in Rajasthan.
- Mumbai headquartered Essar Group has formed the Essar Energy Transition (EET) with the objective to invest a total of US$ 3.6 billion in developing a range of low carbon energy transition projects over the next five years.
- In November 2022, the Maharashtra State Electricity Distribution Corporation Limited (MSEDCL) granted the "Letter of Award" (LoA) to Tata Power Renewable Energy Limited (TPREL), a Tata Power subsidiary, to build a 150 MW solar project in Solapur, Maharashtra.
- In October 2022, SJVN started commissioning its 75 MW Solar Power Project in Parasan Solar Park which is located at Tehsil Kalpi, District Jalaun near Kanpur, Uttar Pradesh.
- In August 2022, NHPC Limited and the Government of Himachal Pradesh inked an implementation agreement for the 500 MW Dugar Hydroelectric Project in the Chamba District of Himachal Pradesh.
- In August 2022, Norfund, who manage the Norwegian Climate Investment Fund, and KLP, Norway's biggest pension company, signed an agreement to buy a 49% share of a 420 MW solar power plant in Rajasthan for Rs. 2.8 billion (US$ 35.05 million).
- In August 2022, Tata Power Green Energy Limited (TPGEL), a wholly-owned subsidiary of Tata Power, commissioned a 225MW hybrid power project in Rajasthan.
- In August 2022, NHPC signed a MoU with the Investment Board Nepal (IBN) to develop 750 MW West Seti and 450 MW SR-6 Hydroelectric Projects in Nepal.
- In July 2022, NTPC signed a MoU with MASEN (Moroccan Agency for Sustainable Energy) for cooperation in the renewable energy sector.

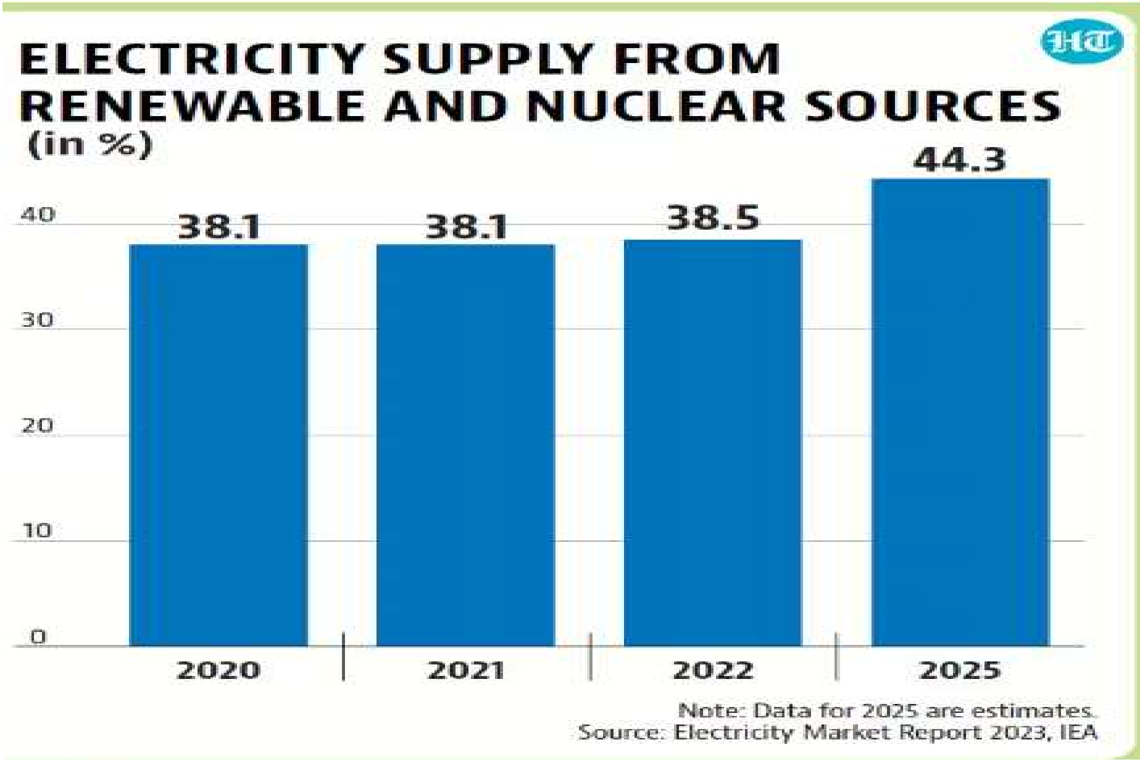


Figure: Key trends of electricity generation from renewable energy sector; Source: www.ibef.org

COMPANY OVERVIEW:

Your Company was incorporated as "Five Star Mercantile Private Limited" on August 6, 2007, as a private limited Company under the Companies Act, 1956 and was granted the Certificate of Incorporation by the Registrar of Companies, Mumbai. Subsequently, our Company was converted into a public limited company and the name of your Company was changed to "Five Star Mercantile Limited" on January 3, 2012, and a fresh Certificate of Incorporation was issued by the Registrar of Companies, Mumbai. Subsequently, your Company, Five Star Mercantile Private Limited entered into a Composite Scheme of Arrangement and Amalgamation with the division of Morarjee Textiles Limited called 'the Integra Division' and Morarjee Holdings Private Limited.

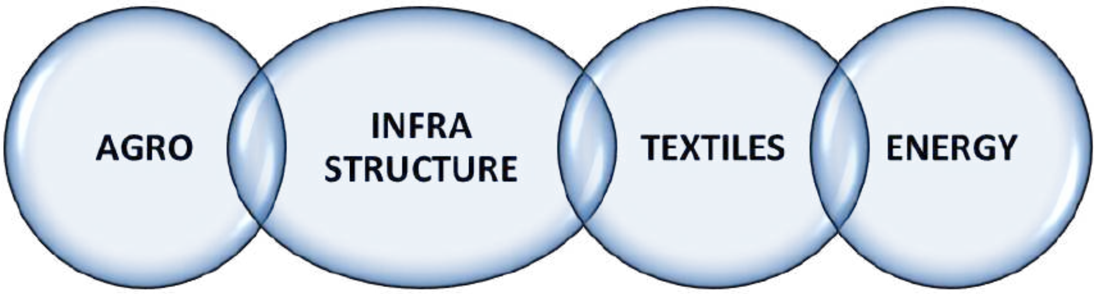
This Composite Scheme of Arrangement and Amalgamation was approved by the Hon'ble Bombay High Court vide its order dated June 29, 2012. Consequently, the name of your Company was changed to "Integra Garments and Textiles Limited" and a fresh Certificate of Incorporation was issued on August 2, 2012, by the Registrar of Companies, Mumbai.

Pursuant to this amalgamation, the main object of your Company shifted to carry on the business of manufacturing, along with trading, dealing, importing, exporting, and selling textiles and fabrics. Your Company dealt with men's, women's and children's clothing and wearing apparel garments and dresses of every kind, nature and description as per the market trends.

On July 14, 2021, your Company was acquired by Mr. Vishesh Gupta upon completion of the open offer, and pursuant to the Share Purchase Agreement dated March 31, 2021 and the management of our Company underwent a change. Our Company with effect from August 7, 2021, appointed and composed a new Board of Directors and Key Managerial Personnel. After the change in the management and control of our Company, the objects were broadened.

The present objects of your Company comprises of manufacturing, trading and dealing in garments and textiles, ventured into dealing, trading of agricultural commodities, life necessities, items of basic human needs, organic and natural products and processed foods and other essential goods, Energy and infrastructural products among others. Accordingly, the name of our Company was changed to "Integra Essentia Limited" on February 16, 2022, and a fresh Certificate of Incorporation was issued by the Registrar of Companies, Mumbai.

Integra Essentia Limited is a Delhi based company engaged in business of Life Essentials i.e. Agro Business (including Winery), Clothing (Textiles and Garments), Infrastructure (Materials and Services for Construction and Infrastructure Development) and Energy (Materials, Products and Services for the Renewable Energy Equipment and Projects) and many more Products and Services required sustaining the modern life. The company is promoted and managed by a core team of experts of diverse experience relevant to the company businesses.



Current Business Segments

Our business is divided into different major segments which include Food (Agro Products), Clothing (Textiles and Garments), Infrastructure (Materials and Services for Construction and Infrastructure Development) and Energy (Materials, Products and Services for the Renewable Energy Equipment and Projects).

Agro Product Business Division:

Your Company deals in trading of agro products comprising of certified organic agro products and general agro products such as rice, wheat, flour, grains, pulses, tea, coffee, sugar, dry fruits, spices, vegetables, exotic and general fruits and a variety of other products of the same nature such as juices and nectars, organic herbs, essences, agro nutraceuticals and dairy products.

Further company has also working on a new venture which is Winery Business Details of this business are separately provided in this Annual report in brief.

Clothing Business Division:

Your Company deals in the clothing and textile segment comprising of clothing and furnishing fabrics, linen material. Our product portfolio in this segment consists of bed linen, table linen for domestic use, hotels and hospitals supplies, upholstery materials, curtains & curtain fabrics, carpets and rugs and apparels for men, women, and children.

Infrastructure Business Division:

Your Company is engaged in the business of trading of materials for construction and infrastructure development such as steel products comprising of TMT bars, girders, and hollow sections; construction materials comprising of cement, bricks, tiles, mortar, bitumen; pipes & plumbing systems; electrical conduits, switches, circuit breakers etc; irrigation pipes and sprinkler systems, drip irrigation systems and hybrid irrigation systems, borewell pumps etc; and rainwater harvesting systems.

Energy Business:

Your Company offer materials, products and services for renewable energy equipment and projects such as solar power generators, hydrogen cell power generators, and batteries for solar & hydrogen cell power generators.

Opportunities for sustainable growth:

- Your Company intends to evaluate the possibilities of exports and commence exports our products in the near future. This will supplement our total market and improve margins thereby helping us improve our profitability and return on capital employed.
- Your Company intends to launch and establish our retail presence in the Agro Products segment throughout the country in order to tap into the market widely market.
- Your Company intend to focus on expanding our customer base and forming new long-term relationships with customers by catering to their needs and demands in a timely, efficient and cost-effective manner.
- Increased opportunities through “Make in India” initiative by the Central Government.
- Wider audience and global use of the FMCG products and fast growth of the industry
- The Company is optimistic to exploit the opportunities available in the markets by harnessing its potential ad strengths.
- Continuing focus on organic growth
- Eyeing to create a meaningful presence outside of India
- Pursuing added value opportunities in various industries.

Financial Performance

The financials of the Company as on 31st March, 2024 in comparison with the previous year figures along withthe key financial indicators are discussed as under:

Net worth

The Company’s net worth viz. paid-up share capital, general reserves and retained earnings stood at Rs. 13218.40 Crore as against the previous year where it stood at Rs. 8195.16 Crore.

Borrowings

The Company’s borrowings aggregated to Rs. 724.56 Crore in comparison to the previous year figures being 2847.50 Crore.

The total debt - equity ratio of the Company as on 31st March, 2024 was -0.06:1

Trade Receivables & Trade Payables

Trade receivables at the end of financial year was Rs. 3903.73 Crore and trade payables aggregated to Rs.4668.35 Crore as against the previous year where Trade receivables and trade payables stood at 1034.79 and 2408.26 Crore respectively.

Current Assets & Current Liabilities

The Current Assets of the Company stood at Rs. 5870.00 Crore whereas the current liabilities aggregated to Rs.7702.04 Crore as against the previous year where the Current Assets and Current Liabilities were 1794.77 Crore and 5708.33 Crore respectively. The Current Ratio of the Company as at 31st March, 2024 was 0.76:1.

Earnings per Share

The basic and diluted Earnings per Share (EPS) as at the end of financial year was 0.27 as ag ainst the previous year where the Earnings per Share (EPS) was 0.14.

Research & Development

The Company is well aware of the only improvisation and the product quality is the vital for the growth and sustainability of the Company for that company is continuously working on the research and development aspect of the sector.

R&D is one of the driving forces for expansion in the company. Research and development is one of our key strengths and is integral to our growth. Our in-depth expertise in process research, process development and analytical references enables us to provide integrated solutions to our global customers.

Disclaimer

Statements in the Management Discussions and Analysis describing the Company's objectives, projections, estimates, expectations are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax, corporate and other applicable laws together with the other incidental factors.

WINERY BUSINESS

Integra Essentia Ltd embarked on a strategic diversification journey to expand its footprint beyond its core sectors. Recognizing the potential in the FMCG and infrastructure products markets, the company made strategic investments and acquisitions to bolster its presence and offerings. In 2023, Integra Essentia Ltd took a significant step forward in its diversification strategy by acquiring Chateau Indage, a renowned player in the wine manufacturing industry.

Chateau Indage was established in 1992 by Mr. Shamrao Chougule. This winery is situated in Narayangaon, Maharashtra. Its operating from a sprawling 14-Acres plant Area, Our Winery boasts state-of-the-art machinery and employs world class fermentation techniques, We are specialized in crafting, premium wines, leveraging our advance equipment's and expertise to produce exceptional vintages. Now we are planning to do more efforts to expand this new business segment.

WINERY SITE GLIMPSE

OUR WINERY PRODUCTS

PREMIUM BRANDS

FLAVOURED BRAND

SUPER PREMIUM BRAND

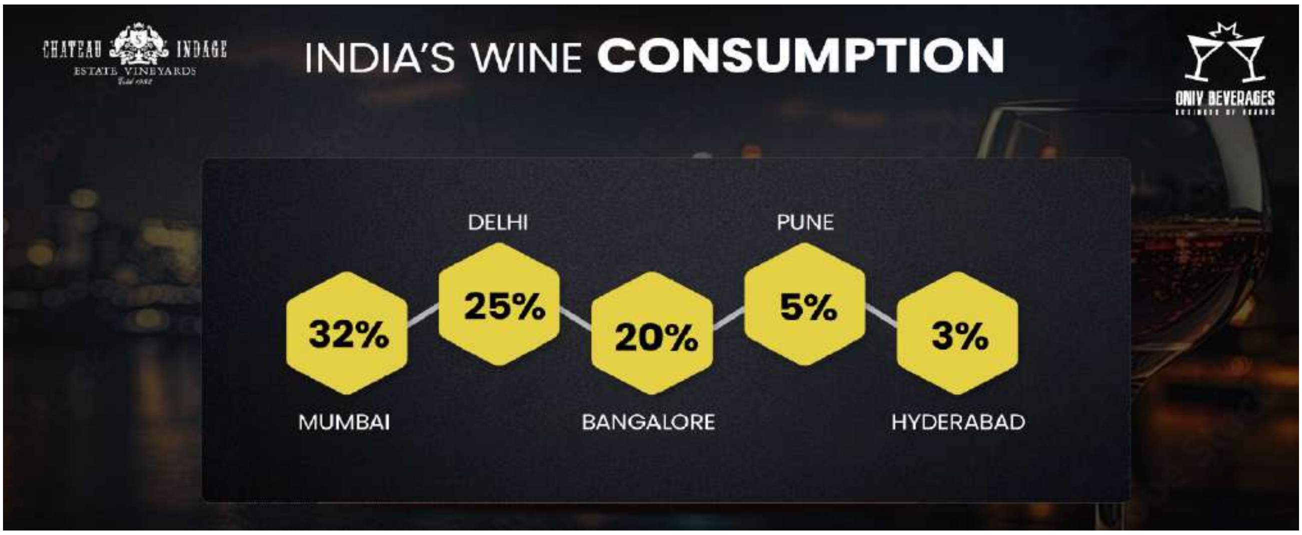
PORT WINE

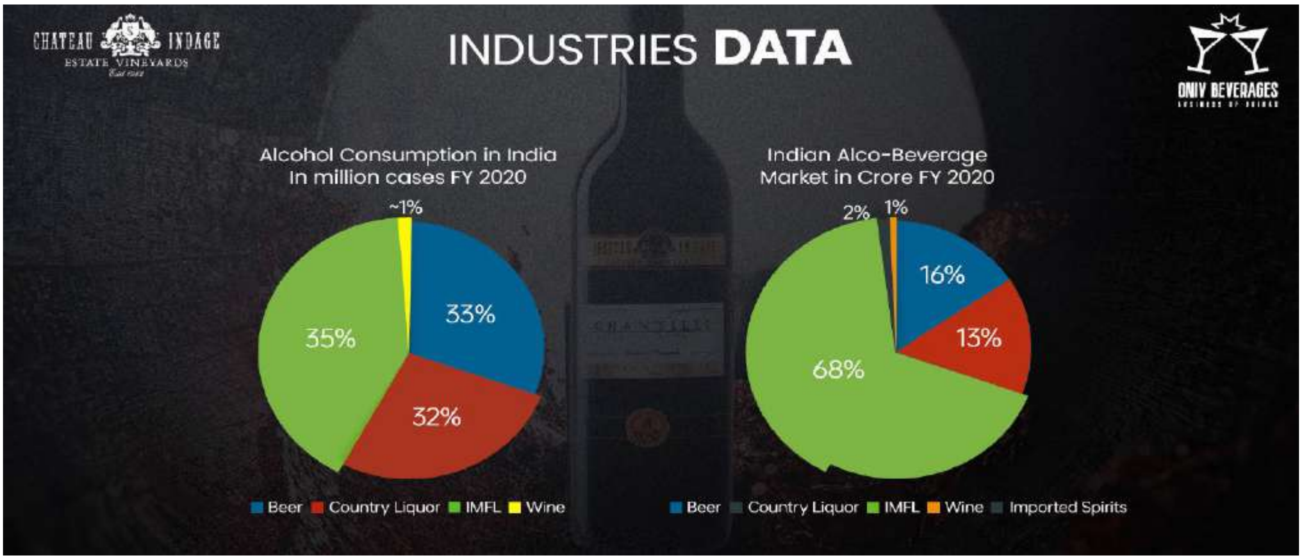
PREMIUM WINE

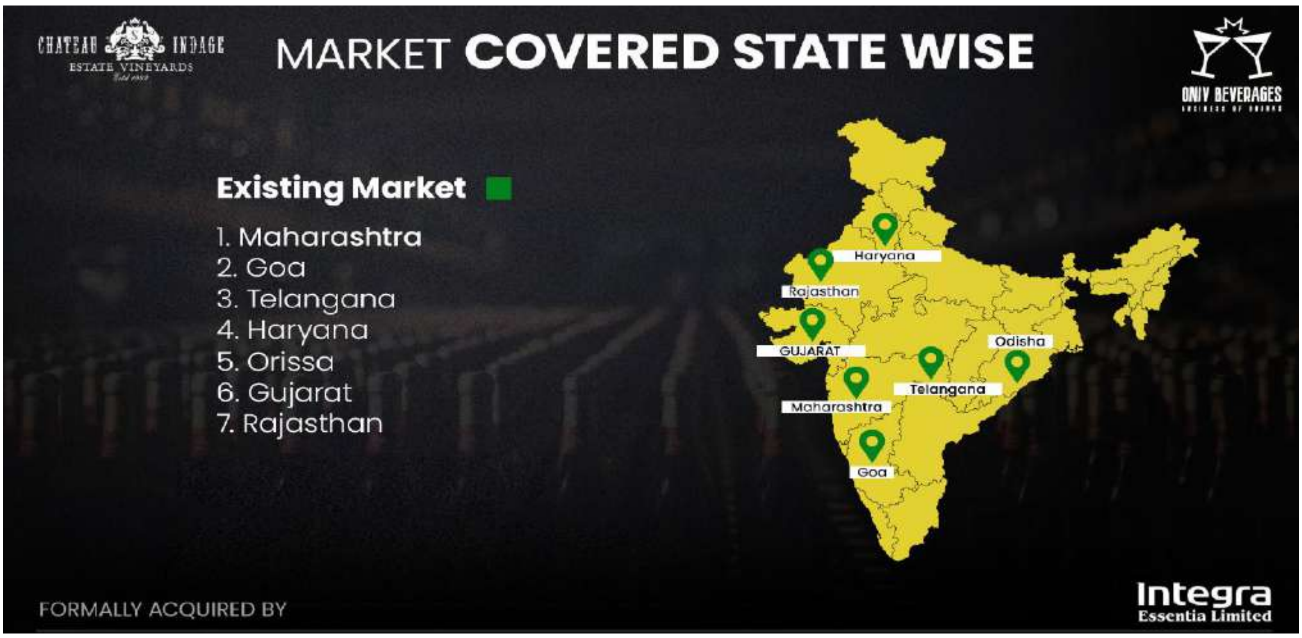
SPARKLING WINE

WINERY PLANT

PRODUCTION PROCESS


CHATEAU INDAGE
ESTATE VINEYARDS
INDIA'S WINE CONSUMPTION
ONLY BEVERAGES
DELHI
PUNE
32%
25%
20%
5%
3%
MUMBAI
BANGALORE
HYDERABAD


CHATEAU INDAGE
ESTATE VINEYARDS
INDUSTRIES DATA
ONLY BEVERAGES
Alcohol Consumption in India
In million cases FY 2020
~1%
33%
35%
32%
Beer Country Liquor IMFL Wine
Indian Alco-Beverage
Market in Crore FY 2020
2%
1%
16%
13%
68%
Beer Country Liquor IMFL Wine Imported Spirits


CHATEAU INDAGE
ESTATE VINEYARDS
MARKET COVERED STATE WISE
ONLY BEVERAGES
Existing Market
1. Maharashtra
2. Goa
3. Telangana
4. Haryana
5. Orissa
6. Gujarat
7. Rajasthan
Haryana
Rajasthan
GUJARAT
Odisha
Telangana
Maharashtra
Goa
FORMALLY ACQUIRED BY
Integra
Essentia Limited

Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

Integra Essentia Limited

607, 6th Floor, Pearls Best Height -II,

Netaji Subhash Place, North West Delhi,

Delhi, India - 110034

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Integra Essentia Limited** (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'),:

  a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

  b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

  e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021*;

  f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

  g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009*;

  h. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008*;

  i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998*;

  ***(Not Applicable during the period under review)**

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

S. No.	Relevant Provision for Compliance Requirement	Observation
1.	Regulation 23(9) of SEBI (LODR), 2015	**Delay in filing with Stock Exchange** Disclosure of Related party transactions was delayed filed by 1 day for the half year ended March 31, 2023 i.e. on April 28, 2023
2.	Regulation 30 of SEBI (LODR), 2015	**Delay in filing with Stock Exchange** Company failed to submit/ delayed in submitting certain XBRL formats to Stock Exchange including Annual report, Board meeting outcomes in respect of alteration of capital and issue/allotment of bonus shares, Change in management, resignation of independent director.
3.	Regulation 57(5) of SEBI (LODR), 2015	**Delay in filing with Stock Exchange** Deficiency in filing Quarterly Certificate confirming the payment of interest / principal obligations for non-convertible securities

We further report that the following major events happened during the period under review:

(i) Bonus Issue

Company has issued Bonus issue and allotted 45,70,33,003 shares to the eligible shareholders.

All these shares were subsequently listed and admitted for trading on BSE Limited & National Stock Exchange of India Limited.

(ii) Acquisition of stake:

a) The Company acquired 51 % stake in M/s Brewtus Beverages Private Limited

We further report that;

(iii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent either giving seven days in advance or on shorter notice with requisite consent, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

(iv) All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Also, the Company has duly filed applicable forms and returns with the Registrar of Companies/ Ministry of Corporate Affairs within the prescribed time or with additional fee in cases of delayed filings. Few forms / returns (if any) which were due for filing during the financial year, the management has assured compliance with the same.

We further report that during the audit period, except the allotment of shares, as mentioned above in this report, ***there were no instance of:***

(i) Debentures/sweat equity, etc.

(ii) Redemption / buy-back of securities

(iii) Merger / amalgamation / reconstruction, etc.

(iv) Foreign technical collaborations

This Report is to be read with our letter of even date which is annexed as "**Annexure 1**" and forms an integral part of this report.

for **KUMAR G & Co.**
Company Secretaries
GUPTA P. K. M.No: A14629 |
CP : 7579
UDIN: A014629F001089230

Date : 31/08/2024
Place: New Delhi

Annexure 1

To

The Members,

Integra Essentia Limited

607, 6th Floor, Pearls Best Height -II,

Netaji Subhash Place, North West Delhi,

Delhi, India - 110034

Sub: **Secretarial Audit for the Financial Year ended March 31, 2024 of even date is to be read with this letter**

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

for **KUMAR G & Co.**
Company Secretaries
GUPTA P. K. M.No: A14629 |
CP : 7579
UDIN: A014629F001089230

Date : 31/08/2024
Place: New Delhi

CORPORATE GOVERNANCE REPORT

The Company believes in adhering to the best corporate governance practices. In compliance with Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company presents its Corporate Governance Report.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance at **Integra Essentia Limited** has been a continuous journey and the business goals of the Company are aimed at the overall well- being and welfare of all the constituents of the system. The Company has laid a strong foundation for making Corporate Governance a way of life by constituting a Board with a balanced mix of experts of eminence and integrity, forming a core group of top-level executives, inducting competent professionals across the organization and putting in place appropriate systems, process and technology. The essence of Corporate Governance lies in the maintenance of integrity, transparency and accountability in the management's higher ranks.

At the heart of Company's Corporate Governance policy is the ideology of transparency and openness in the effective working of the management and Board. It is believed that the imperative for good Corporate Governance lies not merely in drafting a code of Corporate Governance but in practicing it. Strong leadership and effective corporate governance practices have been significant contributors to the Company's growth story. The Company thence strives to improve its practices and procedures to provide for fair and adequate transparency at all levels.

BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

In consonance with the requirements of Regulation 17 of the Listing Regulations, the Board of Directors of the Company is constituted of an appropriate mix of executive and non-executive directors on one hand, and an adequate number of independent directors from amongst the non-executive directors, on the other hand, to maintain the Board's independence, and to ensure exercising effective governance and control over its executive functioning.

The Board of Directors ("the Board") of the Company has an optimum combination of Executive, Non- Executive and Independent Directors. Presently the Board comprises of six Directors of which two are executive and four are independent Directors including three Women independent Directors on the Board.

The composition of Directors as on March 31, 2024 is set out in the table below:

Sl. No.	DIN	Name	Designation
1.	00057003	Mr. Deepak Kumar Gupta	Executive Director
2.	10265020	Mr. Arijit Kumar Ojha	Executive Director
3.	03588116	Mr. Puneet Ralhan	Executive Director
4.	09270389	Mrs. Gunjan Jha	Independent Director
5.	01258923	Mr. Anshumali Bhushan	Independent Director
6.	09270483	Mrs. Sony Kumari	Independent Director

Further, post closure of the financial year ended March 31, 2024, there are following changes in board composition.

Mr. Puneet Ralhan has resigned from directorship and Mr. Manoj Kumar Sharma has been appointed w.e.f. July 19, 2024.

Mr. Arijit Kumar Ojha has resigned from directorship and Ms. Shweta Singh is being appointed Additional Director w.e.f. August 31, 2024.

The latest composition of Directors as on the date of report is set out in the table below:

Sl. No.	DIN	Name	Designation
1.	00057003	Mr. Deepak Kumar Gupta	Executive Director
2.	09665484	Mr. Manoj Kumar Sharma	Executive Director
3.	09270488	Ms. Shweta Singh	Executive Director
4.	09270389	Mrs. Gunjan Jha	Independent Director
5.	01258923	Mr. Anshumali Bhushan	Independent Director
6.	09270483	Mrs. Sony Kumari	Independent Director

The composition of the Board of the Company is in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Section 149 of the Companies Act, 2013 ("the Act").

The composition of the Board is an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities effectively and provide leadership to the business.

MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Board of Directors has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which is currently available with the Board:

Business	Understanding of business dynamics across various geographical markets, industry verticals and regulatory jurisdictions.
Strategy and Planning	Ability to strategize and plan for achievement of goals of the Company and Implementation of the same.
Leadership & Management	Leadership experience, understanding of organization, its systems and processes and ability to lead and direct functions of the Company Management of men, machine and Money including the risk involved.
Governance & Compliance	Insight of governance practices, serving the best interests of all stakeholders, accountability, building long term effective stakeholder engagements and Driving corporate ethics and values.
Financial acumen	Understanding of financial data and ability to analysis and interpret figures, knowledge of finance as a function of organization, ability to take decisions regarding procurement and usage of funds in most effective manner.

As stipulated under Schedule V of the SEBI Listing Regulations, core skills/expertise/competencies, as required in the context of the business and sector for it to function effectively and those actually available with the Board have been identified by the Board of Directors.

Name of the Director andDesignation	Core skills/expertise/competencies of the Directors				
	Business	Strategy& Planning	Leadership & Management	Governance& Compliance	Financial acument
Mr. Deepak Kumar Gupta– (Executive Director, Chief Executive Officer)	√	√	√	√	√
Mr. Puneet Ralhan (Executive Director)	√	√	√	√	√
Mr. Arijit Kumar Ojha (Executive Director)	√	√	√	√	√
Mrs. Gunjan Jha (Non-Executive - Independent Director)	√	√	√	√	√
Mr. Anshumali Bhushan (Non-Executive - Independent Director)	√	√	√	√	√
Mrs. Sony Kumari (Non-Executive - Independent Director)	√	√	√	√	√

BOARD MEETINGS

As a good governance practice and as per the guidance note issued by the Institute of Company Secretaries of India, the Board Meetings held considering the requirements under applicable laws w.r.t minimum number of meetings and maximum permissible time gap between two consecutive meetings. Additional meetings are also convened as and when required.

The Company also offers video conferencing facility to the Directors to enable them to participate as may be permitted under law. The agenda for the meetings are circulated in advance for informed decision making by the Directors. The Company Secretary attends all the meetings of the Board and Committees and prepares draft minutes of such meetings.

The Company follows the prescribed Board procedures and furnishes detailed notes in advance on the businesses to be dealt with at the Board Meetings in terms of Regulation 17 of the Listing Regulations. The Board has been meeting regularly ensuring that the gap between two consecutive meetings does not exceed one hundred and twenty days. The Company was generally in compliance with the requirements of Regulation 17 of the Listing Regulations, as applicable at the relevant time.

During the year, the Board of the Company met 7 times on April 27, 2023, July 27, 2023, September 20, 2023, November 06, 2023, November 27, 2023, January 13, 2024 and January 23, 2024, respectively. The maximum gap between the two Board meetings was less than 120 days.

The agenda papers and detailed notes are circulated to the Board well in advance for every meeting, where it is not practicable to attach any document to the agenda, the same is placed before the Board at the meeting and in special circumstances, additional items on the agenda are taken up at the meeting with the necessary approval of Chairperson and Directors in terms of Companies Act, 2013 read with Secretarial Standards.

Details of Directors' attendance at Board and Last Annual General Meeting, Directorships with other Companies including name of listed companies and their designation in those entities and Chairmanship/Membership of Committees of each Director:

The number of Directorship(s)/Committee Membership(s)/Chairmanship(s) of all Directors are within respective limits prescribed under the SEBI Listing Regulations and the Act. As on March 31, 2024, the details are as follows:

Name of Directors*	Designation Category	Attendance Particulars		No. of other directorships and Committee memberships/chairmanships**			Directorship in other listed entities	No. of Shares held by directors
		Board Meeting	Last AGM	Other Director-Ships	Committee Memberships	Committee Chairman-ships		
Mr. Deepak Kumar Gupta	Managing Director	6	Yes	5	0	0	1	0
Mr. Puneet Ralhan	Executive Director	6	Yes	3	0	0	0	0
Mr. Arijit Kumar Ojha	Whole-time Director	1	NA	0	0	0	0	0
Mrs. Sony Kumari	Non-Executive, Independent Director	7	Yes	2	0	1	1	0
Mr. Anshumali Bhushan	Non-Executive, Independent Director	6	NA	4	3	0	0	0
Mrs. Gunjan Jha	Non-Executive, Independent Director	7	Yes	0	0	0	0	0

**Excludes Directorship in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 and only two Committees, namely, Audit Committee and Stakeholders' Relationship Committee have been considered as per Regulation 26(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

INDEPENDENT DIRECTORS

The Independent Directors have confirmed that they meet the criteria of Independence as stipulated under Section 149(6) of the Companies Act, 2013 read with the Regulation 16 (1) (c) of the Listing Regulations and they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment as an Independent Director of the Company.

In opinion of the Board, the Independent Directors of the Company fulfill the criteria of Independence as per the extant provisions of Companies Act, 2013 and Listing Regulations.

INDEPENDENT DIRECTORS' MEETING

A separate meeting of the Independent Directors was held on January 23, 2024 without the presence of Executive Directors or Non-Independent Directors and members of the management. The Independent Directors in their meeting, inter-alia:

i. reviewed the performance of non-independent directors and the Board as a whole;

ii. Assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Familiarization Programmed for Independent Directors

Your Company follows a structured orientation and familiarization programme for Independent Directors which includes familiarizing through reports/codes/internal policies/presentations to enable them to understand their roles and responsibilities, nature of the industry in which the Company operates, business model of the Company, it's strategic and operating plans. Further, during the year, presentations were also made from time to time at the Board and its committee meetings, on regular intervals, covering the business and financial performance of the Company, business outlook, budget, expansion plans, succession plans etc. The details of the familiarization programme for the Independent Directors are available on the website of the Company

COMMITTEES OF BOARD OF DIRECTORS

The Board has constituted Committees for carrying out designated functions assigned under Companies Act, 2013 and Listing Regulations and delegated powers suited to their respective roles.

The Committees constituted by the Board of Directors of the Company are as under:

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee

The details of the role and composition of Committees of the Board including number of meetings held during the year and attendance thereat are provided below.

AUDIT COMMITTEE

The Audit Committee during the year 2023-24 comprised of three members, all are independent Directors and the chairman of the meeting is Independent Director. The Chairman of the Committee is an experienced in financial matters. All other members of the Committee are also financially literate.

During the year under review, the Audit Committee met four (5) times on April 27, 2023, July 27, 2023, September 20, 2023, November 06, 2023 and November 27, 2023 with necessary quorum being present at all the meetings:

Name of Member	Designation	No. of meetings held during the tenure of Director	No. of Meetings Attended
Mrs. Gunjan Jha	Chairman	5	5
Mrs. Sony Kumari	Member	5	5
Mr. Anshumali Bhushan	Member	5	5

Brief Terms of reference:

The Audit Committee of the Board, reviews, acts on and reports to our Board with respect to various auditing and accounting matters. The primary responsibilities of the Committee, inter alia, are:

- Auditing and accounting matters, including recommending the appointment of our independent auditors to the shareholders.
- Compliance with legal and statutory requirements.
- Integrity of the Company's financial statements, discussions with the independent auditors regarding the scope of the annual audits, and fees to be paid to the independent auditors.
- Performance of the Company's internal audit function, independent auditors and accounting practices.
- Review of related party transactions and functioning of whistle blower mechanism; and
- Evaluation of internal financial controls and risk management systems and policies.

The Chairman of the Audit Committee was present at the Annual General Meeting held on September 4, 2023. All members of the Audit Committee are Independent Directors and financially literate. Statutory Auditors are invited and attend meetings of the Audit Committee and periodic presentations are also made to the Audit Committee on various issues.

Any other matter as may be prescribed, from time to time, to be referred to the Audit Committee in terms of the Companies Act, 2013/ Listing Regulations or any other applicable statute for the time being in force and the rules, regulations thereto.

NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee has been constituted for recruitment and recommendation of individuals for appointment as Directors, Key Managerial Personnel and Senior Management officials of the Company. The Committee also formulates and monitors implementation of remuneration policy of the Company. The Nomination & Remuneration Committee comprises of three members all are independent Directors including the Chairman.

During the year under review, the Nomination & Remuneration Committee met 4 times on April 27, 2023, July 27, 2023, July 27, 2023 January 23, 2024 with necessary quorum being present at all the meetings:

The composition of the Nomination and Remuneration Committee during the year 2023-24 is as below:

Name of Member*	Designation	No. of meetings held during the tenure of Director	No. of Meetings Attended
Mrs. Gunjan Jha	Chairman	4	4
Mrs. Sony Kumari	Member	4	4
Mr. Anshumali Bhushan	Member	4	4

The Nomination & Remuneration Committee of the Company, *inter alia*, performs the following functions:

a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees. Formulation of criteria for evaluation of performance of independent directors and the Board.

b) Devising a policy on diversity of the Board.

c) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommending to the Board their Appointment and removal.

d) Extension or continuance of the terms of appointment of the independent directors, on the basis of the report of performance evaluation of independent directors.

e) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the board of directors their appointment and removal and carry out evaluation of every director's performance (including that of independent directors).

f) Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act 2013 or by the SEBI (Listing) Regulations or by any other applicable law or regulatory authority.

Performance Evaluation Criteria

The Nomination & Remuneration Committee carried out the Annual Performance evaluation of Directors individually, including the Chairman and the Board evaluated the overall effectiveness of the Board of Directors including its committees based on the ratings given by the Nomination & Remuneration Committee of the Company. The evaluation is largely based on parameters like attendance, participation in discussion of Board and Committee meetings, effectiveness of Chairman in carrying out roles of respective committees, value addition by suggestions or innovation and leadership etc.

The performance evaluation of the Independent Directors was carried out by the entire Board on the criteria and framework adopted by Board (the concerned director being evaluated did not participate). The Board has expressed its satisfaction on its own performance and performance of the Directors including Independent Directors.

Policy for Selection and Appointment of Directors and their Remuneration

Nomination and Remuneration Committee has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors and payment of their remuneration. Further the Committee considers, inter alia, the following attributes/ criteria, whilst recommending to the Board the candidature for appointment as Independent Director:

- Qualification, expertise and experience in their respective fields such as Information Technology Business, Scientific Research & Development, International Markets, Leadership, Financial Analysis, Risk Management and Strategic Planning, etc.
- Personal characteristics which align with the Company's values, such as integrity, accountability, financial literacy, high performance standards, etc.
- Diversity of thought, experience, knowledge, perspective and gender in the Board.

In case of appointment of Independent Directors, the Committee satisfies itself about the independence of the Directors vis-à-vis the Company to enable the Board to discharge its functions and duties effectively. The Committee ensures that the candidates identified for appointment as Directors are not disqualified for appointment under Section 164 and other applicable provisions of the Companies Act, 2013. In case of re- appointment of Independent Directors, the Board takes into consideration the performance evaluation of the Independent Directors and their engagement level.

Criteria for making payments to Non-Executive Directors including all pecuniary relationship or transactions of Non-Executive Directors

The Non-Executive and Independent Directors are not paid any remuneration other than sitting fees for attending the meetings of the Board or its Committees as approved by the Board from time to time.

Pecuniary relationship (if any) other than remuneration with any of the Non-Executive Director is disclosed as part of notes to Financial Statements under note of "Related Party Transactions".

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Stakeholders' Relationship Committee is constituted to manage servicing to the shareholders of the Company and to look into aspects related thereto, including redressal of complaints, transfer/ transmission of securities, issue of duplicate shares etc. The Committee comprises of three Members all being Independent Directors including the Chairman.

During the year under review, one (1) meeting of Stakeholders' Relationship Committee was held on January 23, 2024.

Name of Member*	Designation	No. of meetings held during the tenure of Director	No. of Meetings Attended
Mrs. Gunjan Jha	Chairman	1	1
Mrs. Sony Kumari	Member	1	1
Mr. Anshumali Bhushan	Member	1	1

The terms of reference of the Stakeholders' Relationship Committee includes the following:

a) Monitoring the grievance and redressal of all security holders' grievances such as complaints related to non-receipt of allotment/refund, review of cases for refusal of transfer/transmission of shares, including non-receipt of share certificates, non-receipt of balance sheet, non-receipt of declared dividends, non- receipt of annual reports, etc. and assisting with quarterly reporting of such complaints.

b) Maintaining continuous harmony with the Registrar and Share Transfer Agent for ensuring allotment, giving effect to all transfer/ transmission of securities, dematerialization of shares and re-materialization of shares, splitting and issuing of duplicate/consolidated share certificates, complying with all the requirements related to shares, debentures and other securities in a timely manner.

c) Reviewing statutory compliances pertaining to share / security capital, processes, shareholders and depositories.

d) Carrying out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Name and designation of Compliance Officer:

Mr. Pankaj Kumar Sharma is the Company Secretary and Compliance Officer of the Company.

Status of shareholders' complaints:

During the year under review, there 4 (Four) complaints received by the Company and all were got resolved within the same quarter.

Number of Investor Complaints remaining unresolved or not solved to the satisfaction of shareholders:

Not Applicable

Number of pending complaints:

As at March 31, 2024, no complaint is pending.

GENERAL BODY MEETING

The date, time and venue of the last three Annual General Meeting and Extra-Ordinary General Meeting held during the year are given below:

Financial year	Date	Type of Meeting	Time	Venue	Special Resolutions Passed
2022-23	September 04, 2023	16th Annual General Meeting	11:30 A.M	Through Video Conferencing/ other Audio Visual Means	1. Appointment of Mr. Deepak Kumar Gupta (DIN:00057003) as whole time director and chief executive officer of the company. 2. Appointment of Puneet Ralhan (DIN:03588116) as director of the company. 3. Appointment of Anshumali Bhushan (DIN:01258923) as independent director of the company. 4. Members approval for Related Party Transactions under section 188 of the Companies Act, 2013.
2021-22	September 30, 2022	15th Annual General Meeting	11.30 A.M	Through Video Conferencing/ other Audio- Visual Means	1. Amendment in Object Clause of the Memorandum of Association of the company. 2. Increase in authorized share capital of the company and consequent alteration in capital clause of the memorandum of association of the company. 3. To authorize capital raising through issuance of equity shares or other convertible securities.

					4. Appointment of Mr. Manoj Kumar Sharma (DIN: 09665484) as a director of the company. 5. Appointment of Mr. Manoj Kumar Sharma (DIN: 09665484) as a Whole-time Director of the company. 6. Members approval for borrowing under section 180 (1) (c) of the Companies Act, 2013 7. Members approval for securing the borrowings of the company under section 180(1)(a) of the Companies, Act, 2013 8. Member's approval to make loan and investment exceeding the ceiling prescribed under section 186 of the Companies Act, 2013. 9. Members approval for giving loan and guarantee or providing security in connection with loan availed by any specified person under section 185 of the Companies, Act, 2013. 10. Members approval for Related Party Transactions under section 188 of the Companies Act, 2013
2020-21	September 28, 2021	14th Annual General Meeting	02.00 P.M	Through Video Conferencing/ other Audio Visual Means	1. Appointment of Mr. Vishesh Gupta (DIN: 00255689) as a Managing Director of company. 2. Appointment of Ms. Shweta Singh (DIN: 09270488) as a Director of company. 3. Appointment of Mrs. Gunjan Jha (DIN: 09270389) as an Independent Director. 4. Appointment of Mrs. Mansi Gupta (DIN: 09271995) as an Independent Director. 5. Appointment of Mrs. Sony Kumari (DIN: 09270483) as an Independent Director. 6. Appointment of Mr. Komal jain (DIN: 09270608) as an Independent Director. 7. To shift the registered office of the company from the state of Maharashtra to the state of Delhi Alteration of clause ii i.e., situation clause of the memorandum of association of the company.

All above resolutions was passed and the details of such was intimated to the stock exchanges along with the scrutinizers report as per as per the requirements of Regulation 44 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MEANS OF COMMUNICATION

a) **Website**: Information like Quarterly/Half yearly/Annual Financial Results, Full Annual Report, Shareholding Pattern, and press releases / corporate announcements on significant developments in the Company are made available through website of the Company www.integraessentia.com.

b) **Annual Report:** Annual Report containing inter-alia, Audited Accounts, Financial Statements, Board's Report, Management Discussion and Analysis (MD&A) Report, Corporate Governance Report, Auditors' Report, including Information for the Shareholders and other important information is circulated to the members and others entitled thereto

c) **Quarterly/ Annual Results:** The Company regularly intimates un-audited as well as audited financial results to the Stock Exchanges, immediately after approval of Board. These financial results are normally published in the leading English and vernacular newspapers having nationwide circulation. The results are also displayed on the website of the Company www.integraessentia.com

The Financial Results of the Company are generally published in Financial Express and Jansatta.

Details of Company's business, financial information, investor presentations, shareholding pattern, compliance with corporate governance, policies, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances including all other mandatory disclosures are promptly and prominently displayed on the website of the Company at www.integraessentia.com.

PROHIBITION OF INSIDER TRADING

During the year under review, the Company has adopted the Code of Conduct for Regulation, Monitor and Reporting of Insider Trading in terms of amended SEBI (Prohibition of Insider Trading) Regulations, 2015 as notified by the Securities and Exchange Board of India. The code for fair disclosure has also been adopted by the Company effective its date of listing and is available on website of the Company www.integraessentia.com .

GENERAL SHAREHOLDER INFORMATION

A. ANNUAL GENERAL MEETING

Day & Date	:	Friday September 27, 2024
Venue	:	Through video conferencing / other Audio Visual Means (VC/OAVM)
Time	:	11:30 A.M.
Cut-off date (e-voting)	:	Friday September 20, 2024

B. FINANCIAL YEAR

The Financial Year of the Company starts from 1st day of April and ends on 31st day of March of next year

Quarterly Results:

First Quarter Results	July 27, 2023
Second Quarter Results	November 06, 2023
Third Quarter Results	January 23, 2024
Annual Results for the year March 31, 2024	April 16, 2024

C. DIVIDEND PAYMENT DATE

The Directors of the company have not recommended any dividend for the Financial Year 2023-24.

D. NAME AND ADDRESS OF STOCK EXCHANGE AND DATE OF LISTING

Sr. No	Name and address of the Stock Exchange	Stock Code
1.	National Stock Exchange of India Limited (Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra (East), Mumbai- 400051)	**ESSENTIA**
2.	BSE Limited (Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai Samachar Marg, Mumbai, Maharashtra – 400001)	**535958**

Listing fees for the Financial Year 2023-24 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.

E. SHARE TRANSFER AGENT

All the work related to the shares held in the physical form as well as shares held in the electronic (demat) form is being done at one single point and for this purpose SEBI registered Registrar and Share Transfer Agent has been appointed, whose details are given below.

Skyline Financial Services Pvt. Ltd

Registered Off: D-153A, 1st Floor, Okhla Industrial Area, Phase -I, New Delhi, Delhi - 110020

Tel.: 011 - 40450193 / 97 Fax: +91 0253 - 2351126

E-mail: info@skylinerta.com Website: **www.skylinerta.com**

SHARE TRANSFER SYSTEM

Effective 1st April, 2019, transfer of Shares in physical form is not permissible under Listing Regulations. Shareholders are thus advised to convert their shares in Dematerialized /Electronic form. No transfer or allotment of shares will be approved in physical form.

Transfer of Equity Shares in dematerialized form is done through depositories with no involvement of the Company.

F. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2024

A. DISTRIBUTION OF SHAREHOLDING

The shareholding distribution of equity shares as on March 31, 2024 is given hereunder:

S.No	No. of Shares or Debentures	Number of Shareholders	% to Total Numbers	Share or Debenture Holding	% to Total Shareholding
1	Up To 500	122042	54.93	18892609.00	2.07
2	501 To 1000	30006	13.50	25021663.00	2.74
3	1001 To 2000	27656	12.45	46434538.00	5.08
4	2001 To 3000	9792	4.41	25226220.00	2.76
5	3001 To 4000	7330	3.30	27526031.00	3.01
6	4001 To 5000	4517	2.03	21354555.00	2.34
7	5001 To 10000	10552	4.75	81286611.00	8.89
8	10000 and Above	10296	4.63	668323779.00	73.12
	Total	**222191**	**100.00**	**914066006.00**	**100.00**

B. CATEGORY WISE SHAREHOLDING AS ON MARCH 31, 2024

Description	Total No. of equity Shares held as on March 31, 2024	% Shareholding
Promoters	190245692	20.81
Resident Individuals	641700801	70.20
Non-Resident Indians (NRIs)	14570555	1.59
Foreign Companies	87024	0.00
Bodies Corporate	24683545	2.70
Any Other	31731641	3.47
Foreign Portfolio Investors	1200000	0.13
Mutual Funds/	7749	0.00
Banks	12378	0.00
Insurance Companies	9719832	1.06
NBFCs registered with RBI	103000	0.01
Other Financial Institutions	384	0.00
Any Other (Institutions (Domestic)	3405	0.00
Total	**914066006**	**100.00**

C. DEMATERIALIZATION OF SHARES

As on March 31, 2024, the entire shareholding of the promoters were held in dematerialized form, further, 99.89 % of the total equity shares from the Category other than promoters were held in dematerialized form.

RECONCILATION OF SHARE CAPITAL AS ON MARCH 31, 2024

SEGMENTS	HOLDINGS	% OF HOLDINGS
CDSL	44,76,42,337	48.98%
NSDL	46,53,81,715	51.91%
PHYSICAL	10,41,954	0.11%
TOTAL HOLDINGS	**914066006**	**100.00%**

G (a) Stock Market Price Data - high, low during each month in last financial year:

Price details monthly High-Low as compared with broad based Index.

Stock trading details on NSE

NSE Symbol: ESSENTIA

For the period: April, 2023 - March, 2024

Month	Open	High	Low	Close	Total traded Volume (in Lakhs)	Turnover (in Lakhs)
April'23	6.20	7.05	6.05	6.35	196.69	767.11
May'23	6.75	8.50	6.55	6.75	429.57	700.44
June'23	6.70	7.10	5.60	6.10	72.08	141.13

July'23	6.25	6.70	5.45	6.00	112.24	364.53
Aug'23	6.30	6.90	5.30	5.80	201.68	339.95
Sep'23	5.90	7.55	5.80	6.40	152.97	337.82
Oct'23	6.30	6.50	5.65	6.25	34.78	97.33
Nov'23	6.15	8.00	5.90	6.65	2325.95	432.18
Dec'23	6.80	7.30	5.45	7.00	4408.88	771.5
Jan'24	7.20	13.00	6.40	6.55	3349.23	13952.24
Feb'24	6.45	6.45	4.00	4.00	566.78	1625.33
March'24	3.80	4.30	3.50	3.50	706.25	989.91

(b) Stock Market Price Data - high, low during each month in last financial year:

Price details monthly High-Low as compared with broad based Index.

Stock trading details on BSE

BSE Scrip Code: ESSENTIA

For the period: April, 2023 - March, 2024

Month	Open	High	Low	Close	Total traded Volume (in Lakhs)	Turnover (in Rupees lakhs)
April'23	6.05	7.09	6.00	6.41	118.36	767.11
May'23	6.70	8.38	6.52	6.71	99.48	700.44
June'23	6.80	7.10	5.60	6.07	21.56	141.13
July'23	6.09	6.68	5.40	6.10	62.23	364.53
Aug'23	6.39	6.98	5.10	5.61	55.10	339.95
Sep'23	5.72	7.59	5.72	6.27	50.11	337.82
Oct'23	6.15	6.51	5.65	6.27	15.98	97.33
Nov'23	6.40	8.04	5.90	6.66	582.00	432.18
Dec'23	6.80	7.72	5.46	6.99	1251.16	771.5
Jan'24	7.13	12.95	6.46	6.57	1399.58	13952.24
Feb'24	6.44	6.44	3.87	3.87	353.32	1625.33
March'24	3.68	4.44	3.31	3.33	264.80	989.91

I. OUTSTANDING CONVERTIBLE INSTRUMENTS

The Company doesn't have any Outstanding Convertible Instruments having any impact on the equity.

J. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company has not undertaken any forex or hedging transactions during the year under review.

K. REGISTERED ADDRESS

ADDRESS FOR CORRESPONDENCE

The investors may address their queries to the Company at the address mentioned herein below:

Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, Pitampura, New Delhi, Delhi, 110034

E-mail: csigl2021@gmail.com ; cs@integraessentia.com

L. OTHER DISCLOSURES

Related Party Transactions

The Company has formulated a policy on Material Related Party Transactions and dealing with Related Party Transactions and the same is available on the Company's website at www.integraessentia.com

All Related Party Transactions are placed before the Audit Committee for prior approval. The details of related party transactions entered into by the Company are also reviewed by the Audit Committee. Details of Related Party Transactions are provided in the notes to the Financial Statements.

Statutory Penalties

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets.

Compliance with Mandatory and Non-Mandatory Requirements under Chapter IV of Listing Regulations

The Company has complied with all the mandatory requirements of Listing Regulations. The Company also strives to adopt non mandatory requirements to the extent possible; details of non-mandatory requirements adopted by Company are as under:

1. **Majority of Non-Executive Director**

   The Board of directors has ensured that 2/3rd of the entire Board consists of non-Executive directors, your Company has further ensured that majority of the non-Executive directors on the Board are independent directors.

2. **Modified Opinion(s) in Audit Report**

   There is no modified opinion(s) in the Auditors Report for the financial year 2023-24 issued by the Auditors of the Company.

3. **Reporting of Internal Auditor**

   The Internal Auditor reports to the Audit Committee.

Certificate on Non-Disqualification of Directors

A certificate from Practicing Company Secretary certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority forms part of this report.

Total fees for all services paid by the Company to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part

The total fees paid to the M/s A. K. Bhargav & Co., Chartered Accountants, (Firm Registration No: 036340N), Statutory Auditor by the Company for the Financial Year 2023-2024 is Rs. 3,00,000.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the financial year ended March 31, 2024, the Company has not received any complaint in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Where the Board has not accepted any recommendation of any committee of the Board which is mandatorily required, in the financial year, the same to be disclosed along with reasons thereof

During the year under review, there has been no instance where the Board of Directors had not accepted any recommendation of any of its committees.

M. Reconciliation of Share Capital Audit

The Reconciliation of Share Capital Audit is conducted by the Company Secretary in practice to reconcile the total admitted capital with National Securities Depository Limited and Central depository Services (India) Limited ("Depositories"), the total issued and listed capital. The audit confirms that the total issued /paid up capital is in agreement with the aggregate of the total number of shares in physical form and total number of shares in dematerialized form (held with depositories) and that the request for dematerialization of shares are processed by the R & T Agent within the stipulated period of 21 (Twenty One) days and uploaded with the concerned depositories.

N. Information on Deviation from Accounting Standards, if any

The Company has adopted Indian Accounting Standards (Ind AS) in preparation of annual accounts for the Financial Year 2023-24.

O. Disclosure of Compliance with the Corporate Governance requirements

The Company has complied with the applicable provisions of Listing Regulations including Regulation 17 to 27 and Regulation 46.

The Company submits a quarterly compliance report on corporate governance to the Stock Exchange within 21 (Twenty-One) days from the close of every quarter. Such quarterly compliance report on Corporate Governance is also posted on the website of the Company.

A Certificate from M/s Kumar G & Co., Practicing Company Secretaries confirming compliance with the conditions of the Corporate Governance as stipulated under the Listing Regulations, is forming part of this Report.

P. CEO / CFO certification

To comply with the Regulation 17(8) of SEBI (LODR) Regulations, the Whole time Director and the Chief Financial Officer have certified that the financial statements present a true and fair view of the Company's affairs and are incompliance with existing accounting standards. The said Certificate is also forming part of this Report.

Q. Code of Conduct

The Board and all senior management personnel of the Company are required to abide by the Code of Conduct as laid down by the Board ensuring minimum standards of Business and ethical Conduct.

This Code outlines fundamental ethical considerations as well as specific considerations that need to be maintained for professional conduct. This Code has been displayed on the Company's website at www.integraessentia.com

A declaration by the Managing Director confirming that all the Directors and senior management personnel of the Company have affirmed compliance with Company's Code of Conduct for the financial year ended March 31, 2024 is annexed at the end of this report.

For and on behalf of Board
Integra Essentia Limited

	Deepak Kumar Gupta	**Manoj Kumar Sharma**
Date: 31/08/2024	**Director**	**Director**
Place: New Delhi	**DIN: 00057003**	**DIN: 09665484**

CORPORATE GOVERNANCE CERTIFICATE

To,
The Members of
Integra Essentia Limited
Unit No. 607, 6th Floor, Pearls Best Height -II,
Netaji Subhash Place, Pitampura, New Delhi, Delhi - 110034

We have examined the compliance of the conditions of Corporate Governance by
M/s. Integra Essentia Limited ("the Company"), for the financial year ended March 31, 2024 as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI (LODR) Regulations, 2015".

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (LODR) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company. The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

For KUMAR G & Co.
Company Secretaries

GUPTA P. K.
Proprietor
M. No. 14629
COP No. 7579
UDIN: A014629F001089263

Place: New Delhi
Date: 31/08/2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members,

Integra Essentia Limited,

Unit No. 607, 6th Floor, Pearls Best Height -II,

Netaji Subhash Place, Pitampura, New Delhi, Delhi - 110034

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. Integra Essentia Limited** CIN:L74110DL2007PLC396238 having registered office at Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, Pitampura, New Delhi, Delhi-110034 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial year ended March 31, 2024.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanations furnished to us by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any court or any other Statutory Authority:

S. No.	Name of Director	DIN	Date of Appointment
	Mr. Deepak Kumar Gupta	00057003	27/07/2023
	Mr. Arijit Kumar Ojha	10265020	19/07/2024
	Mr. Puneet Ralhan	03588116	27/07/2023
	Mrs. Gunjan Jha	09270389	30/09/2021
	Mrs. Sony Kumari	09270483	30/09/2021
	Mr. Anshumali Bhushan	01258923	17/05/2023

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

for **KUMAR G & Co.**
Company Secretaries

GUPTA P. K
M. No: A14629 | CP : 7579
UDIN: A014629F001089263

Date : 31/08/2024
Place: New Delhi

DECLARATION OF COMPLIANCE WITH COMPANY'S CODE OF CONDUCT

To,

The Member

Integra Essentia Limited

I hereby confirm that all the Board members and senior management personnel of the company have affirmed compliance with the company's Code of Conduct during the financial year ended March 31, 2024.

For Integra Essentia Limited

Date : 31/08/2024

Deepak Kumar Gupta

Place : New Delhi

Director DIN: 00057003

DIRECTOR & CFO'S CERTIFICATE

We, Deepak Kumar Gupta, Director and Shweta Singh, Chief Financial Officer of Integra Essentia Limited, to the best of our knowledge and belief, certify that:

a. We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief:

i these statements do not contain any materially untrue statement or omit any material fact or contain statements, that might be misleading;

ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed, to the auditors and the Audit Committee, wherever applicable, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the auditors and the Audit Committee, wherever applicable,

i. significant changes in internal control over financial reporting during the year;

ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Date: 31/08/2024
Place: New Delhi

For Integra Essentia Limited
Deepak Kumar Gupta
Director

For Integra Essentia Limited
Shweta Singh
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of **INTEGRA ESSENTIA LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone financial statements of **INTEGRA ESSENTIA LIMITED** ("the Company"), which comprise the balance sheet as at 31st March, 2024, the statement of Profit and Loss (Including Other Comprehensive Income), statement of changes in equity, and the statement of cash flows for the period then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information

Subject to the possible impact due to matters reported in other matters para, in our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its profit and total comprehensive Profit, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. Except for the documents/information related to matters mentioned in other matters para, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the

  company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure-"A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit except the information and explanation related to matters mentioned in other matters para.
   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Standalone Financial Statements have been kept so far as it appears from our examination of those books. .

c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income , statement of changes in equity and the statement of Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Standalone Financial Statements.

d) In our opinion, except as otherwise disclosed in accounting policies and notes to the Standalone Financial Statements, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014

e) On the basis of the written representations received from the directors of the Company as on 31st March, 2024 taken on record by the Board of Directors of the Company, none of the directors of the company is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note37 to the Standalone Financial Statements;

   ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

      (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"),with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.

h) No dividend declared by the company declared or paid by the Company during the year.

the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has implanted on 30.03.2024 for all relevant transactions recorded in the respective software.

For A K BHARGAV & CO
Chartered Accountants
FRN: 034063N
(CA ARUN KUMAR BHARGAV)
PROPRIETOR
M. No.:548396
UDIN: 24548396BKAKIX9428

Place: New Delhi
Date: 16.04.2024

Annexure A

ANNEXURE TO THE AUDITOR'S REPORT

The Annexure referred to in our report to the members of INTEGRA ESSENTIA LIMITED("the Company") for the year ended March 31, 2024. We report that:

<table>
<tr><th>S. No.</th><th></th><th>Particulars</th><th>Auditor's Remarks</th></tr>
<tr><td>(i)</td><td>(a)</td><td>(A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;</td><td>In the absence of requisite documents and explanation, we are unable to comment on this.</td></tr>
<tr><td></td><td></td><td>(B) whether the company is maintaining proper records showing full particulars of intangible assets;</td><td>No Intangible assets as on Balance Sheet date, this clause not applicable.</td></tr>
<tr><td></td><td>(b)</td><td>whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;</td><td>In the absence of requisite documents and explanation, we are unable to comment on this.</td></tr>
<tr><td></td><td>(c)</td><td colspan="2">whether the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the Standalone Financial Statements are held in the name of the company, if not, provide the details thereof in the format below:-<table><tr><th>Description of property</th><th>Gross carrying Value</th><th>Held in name of</th><th>Whether promoter, director or their relative or employee</th><th>Period held – indicate range, where appropriate</th><th>Reason for not being held in name of company*</th></tr></table>According to the information and explanation given to us, Immovable Properties were acquired by the company by way of auction. The Certificate of Sales are held in the name of the company as at the balance sheet date.</td></tr>
<tr><td></td><td>(d)</td><td>whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;</td><td>According to our information company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.</td></tr>
<tr><td></td><td>(e)</td><td>whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under, if so, whether the company has appropriately disclosed the details in its financial statements;</td><td>According to the information and explanation given to us the Company has no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under</td></tr>
<tr><td>(ii)</td><td>(a)</td><td>whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;</td><td>The Company does not have any inventory and hence, reporting under clause 3(ii)(a) of the Order is not applicable</td></tr>
</table>

	(b)	whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details;	The Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
(iii)		whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, if so,-	During the year the company advanced a unsecured loans, made investments in unquoted shares and made investments in real estate projects. Refer note no. 4 and 5 for details Besides above, the company has not made any investments in, not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
	(a)	whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate-	During the year the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity except mention in Note 5.
		(A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;	NA
		(B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates;	NA
	(b)	whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;	Yes
	(c)	in respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	With respect to loans provided during the year by the company schedule of repayment of principal and payment of interest has been stipulated and during the year no repayments or receipts have fallen due and hence question of regularity does not arise.
	(d)	if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	There is no amount overdue during the year.
	(e)	whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans];	According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loans granted to companies or other parties which had fallen due during the year.

	(f)	whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;	NA
(iv)	in respect of loans, investments, guarantees, and security, whether provisions of sections 185 and 186 of the Companies Act have been complied with, if not, provide the details thereof;		In the absence of requisite documents available for verification, we are unable to comment anything on this clause.
(v)	in respect of deposits accepted by the company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made there under, where applicable, have been complied with, if not, the nature of such contraventions be stated; if an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not;		According to the information and explanations given to us, the Company has not accepted any deposits from the public. Accordingly, paragraph 3 (v) of the Order is not applicable.
(vi)	whether maintenance of cost records has been specified by the Central Government under subsection (1) of section 148 of the Companies Act and whether such accounts and records have been so made and maintained;		To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
(vii)	(a)	whether the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;	According to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of undisputed statutory dues including Provident Fund, Employee's State Insurance Fund, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Custom Duty, Value Added Tax, cess and other material statutory dues have been deposited during the year by the Company with the appropriate authorities but delay in deposit of the same has been observed in some of the cases. As on year end following are the unpaid statutory dues which are remaining unpaid: 1. Custom Duty FY 2005-06 Rs. 73.56 Lakhs Pending in High Court
	(b)	where statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned (a mere representation to the concerned Department shall not be treated as a dispute);	For amounts which are not paid on account of disputes for which appeals are pending, **refer Note 38** to Standalone Financial Statements for the year ended 31st March 2024.
(viii)	whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year;		There were no such transaction which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)

<table>
<tr><td>(ix)</td><td>(a)

(b)</td><td colspan="2">whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender,
In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and Government or dues to debenture holders during the year.
if yes, the period and the amount of default to be reported as per the format below:-
<table>
<tr><td>Nature of borrowing, including debt securities</td><td>Name of lender*</td><td>Amount not paid on due date</td><td>Whether principal or interest</td><td>No. of days delay or unpaid</td><td>Remarks, if any</td></tr>
<tr><td></td><td>*lender wise details to be provided in case of defaults tobanks, financial institutions and Government.</td><td></td><td>NA</td><td></td><td></td></tr>
</table></td></tr>
<tr><td></td><td>(b)</td><td>whether the company is a declared wilful defaulter by any bank or financial institution or other lender;</td><td>The company has not been declared willful defaulter by any bank or financial institution or other lender or any government authority.</td></tr>
<tr><td></td><td>(c)</td><td>whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported;</td><td>The Company has not taken term loan during the year. Hence the paragraph 3 (IX)(c) of the Order is not applicable</td></tr>
<tr><td></td><td>(d)</td><td>whether funds raised on short term basis have been utilised for long term purposes, if yes, the nature and amount to be indicated;</td><td>The company has not raised any funds during the year and hence this para of the order is not applicable</td></tr>
<tr><td></td><td>(e)</td><td>whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case;</td><td>The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.</td></tr>
<tr><td></td><td>(f)</td><td>whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised;</td><td>The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.</td></tr>
<tr><td>(x)</td><td>(a)</td><td>whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;</td><td>According to the information and explanation given to us the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. The Company has issue bonus share in the ratio of 1:1 during the year.</td></tr>
<tr><td></td><td>(b)</td><td>whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance;</td><td>As per information and explanation given to us the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3 (x) (b) of the Order is not applicable.</td></tr>
<tr><td>(xi)</td><td>(a)</td><td>whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated;</td><td>Based upon the audit procedures performed and information and explanations given by the management, No fraud on or by the Company has been noticed or reported during the course of our audit or reported.</td></tr>
</table>

	(b)	whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;	No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
	(c)	whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;	As explained to us, during the year no such complaints were received by the company.
(xii)	(a)	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability;	As per information and explanations given to us the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
	(b)	whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	NA
	(c)	whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof;	NA
(xiii)	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards;		As per information and explanation given to us all the transactions with the related parties are in compliance with section 177 and 188 of the Companies Act 2013 where applicable and the details have been disclosed in the financial statement, as required by the applicable Ind AS accounting standards
(xiv)	(a)	whether the company has an internal audit system commensurate with the size and nature of its business;	In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
	(b)	whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor;	We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
(xv)	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;		As per information and explanation given to us the Company has not entered into any non-cash transactions with directors or persons connected with directors. Accordingly, paragraph 3 (xv) of the Order is not applicable.
(xvi)	(a)	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and if so, whether the registration has been obtained;	As per information and explanation given to us the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934
	(b)	whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;	As per information and explanation given to us the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934
	(c)	whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfil the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria;	The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
	(d)	whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group;	In our opinion there is no Core Investment Company (CIC) in Group as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3 (xvi)(d) of the Order is not applicable.

(xvii)		whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, state the amount of cash losses;	The company has not incurred cash losses during the financial year and in the immediately preceding financial year.
(xviii)		whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors;	There is no resignation of the statutory auditors of the company during the year.
(xix)		on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;	On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this not an assurance as to the future viability of the company. We further that our reporting is based on the facts up to the date the audit report and we neither give guarantee nor assurance that all liabilities falling due within a period of a one year from the balance sheet date, will get discharged by the company as and when they fall due.
(xx)	(a)	whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;	Not applicable as during the year the company is not covered under section 135 of the Companies Act 2013
	(b)	whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act;	Not applicable as during the year the company is not covered under section 135 of the Companies Act 2013

For A K BHARGAV & CO
Chartered Accountants
Firm Regn. No. 034063N

CA ARUN KUMAR BHARGAV
Proprietor
Membership No.: 548396
UDIN: 24548396BKAKIX9428

Place: New Delhi
Date : 16.04.2024

Annexure "B" to the Independent Auditors Report on the Standalone Financial Statements of **INTEGRA ESSENTIA LIMITED**

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of INTEGRA ESSENTIA LIMITED ("the Company") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my/our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate Internal Financial Controls over Financial Reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For A K BHARGAV & CO
Chartered Accountants
Firm Regn. No. 034063N
CA ARUN KUMAR BHARGAV
Proprietor
Membership No.: 548396
UDIN: 24548396BKAKIX9428

Place: New Delhi
Date : 16.04.2024

Standalone Balance Sheet as at 31 March 2024

(All figures are in lakhs except otherwise stated)

Particulars	Note no	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	3	3,779.16	4,003.70
b) Financial Assets			
(i) Investments	4	3,563.03	1,991.68
(ii) Loans	5	6,932.08	8,261.89
(iii) Other	6	1.12	38.11
c) Deferred Tax Asset(Net)	7	-	0.27
d) Other non current assets	8	0.11	-
		14,275.49	**14,295.64**
Current Assets			
a) Financial Assets			
(i) Trade Receivables	9	3,903.73	1,034.79
(ii) Cash and Cash Equivalents	10	195.59	550.72
(iii) Other	11	5.35	105.45
b) Other Current Assets	12	1,765.33	103.80
		5,870.00	**1,794.77**
Total Assets		**20,145.49**	**16,090.41**
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	13	9,140.66	4,570.33
b) Other Equity	14	2,549.63	2,964.35
		11,690.29	**7,534.68**
LIABILITIES			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	15	724.56	2,847.50
b) Provisions	16	3.42	-
c) Deferred tax liabilities (net)	17	25.19	-
		753.16	**2,847.50**
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	18	13.10	-
(ii) Trade Payables			
total outstanding dues of Micro & Small Enterprises	19	1,277.82	2,018.70
total outstanding dues of creditors other than Micro & Small Enterprises	19	3,390.53	389.55
(iii)Other financial liabilities	20	248.07	208.47
b) Other Current Liabilities	21	2,429.58	3,034.20
c) Provisions	16	0.00	-
d) Current Tax Liabilities (Net)	22	342.94	57.30
		7,702.04	**5,708.23**
Total Equity and Liabilities		**20,145.49**	**16,090.41**

Notes forming integral part of the Ind AS Financial Statements 1 to 45

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIX9428

Arijit Kumar Ojha
Director
DIN: 10265020

Deepak Kumar Gupta
CEO & Director
DIN: 00057003

Pankaj Kumar Sharma
Company Secretary
PAN: GZFPS2953L

Pankaj Sardana
Chief Financial Officer
PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

Standalone Profit & loss account for the year ended 31 March 2024

(All figures are in lakhs except otherwise stated)

Particulars	Note no	For the year 2023-24	For the year 2022-23
Revenue from Operations	23	27,726.66	24,141.41
Other Income	24	1,835.73	408.73
Total Income		**29,562.38**	**24,550.15**
EXPENSES			
Purchases of Stock-in-Trade	25	26,845.24	23,561.67
Employee Benefits Expense	26	84.77	49.53
Finance Costs	27	56.29	0.19
Depreciation and Amortisation Expense	28	371.62	2.60
Other Expenses	29	307.96	218.66
Total Expenses		**27,665.88**	**23,832.65**
Profit/ (Loss) Before Tax		**1,896.51**	**717.50**
Tax Expense:			
Current Tax		342.94	57.30
Deferred Tax		25.45	(0.27)
Profit after tax		**1,528.11**	**660.48**
Other Comprehensive Income			
Items that will be not reclassified to profit and loss account (net of tax)		-	-
Items that will be reclassified to profit and loss account (net of tax)		-	-
Total Comprehensive Income		**1,528.11**	**660.48**
Earnings per Equity Share of ₹ 1 each			
Basic	30	**0.27**	**0.14**
Diluted	30	**0.27**	**0.14**
Notes forming integral part of the Ind AS Financial Statements 1 to 45			

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIX9428

Arijit Kumar Ojha
Director
DIN: 10265020

Deepak Kumar Gupta
CEO & Director
DIN: 00057003

Pankaj Kumar Sharma
Company Secretary
PAN: GZFPS2953L

Pankaj Sardana
Chief Financial Officer
PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

Standalone Cash Flow Statement for the year ended March 2024

(All figures are in lakhs except otherwise stated)

Particulars	For the year 2023-24	For the year 2022-23
Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax	1,896.51	717.50
Adjustment for :		
Depreciation & Amortisation Expense	371.62	2.60
Interest Income	(567.64)	(293.96)
Interest Expense	56.29	0.23
Adjustment of IndAS	22.74	(28.24)
Operating Profit before working Capital Changes :	**1,779.52**	**398.12**
Movements in Working Capital :		
(Increase)/decrease in Other current Assets	(1,561.46)	651.51
(Increase)/decrease in Other Non Current Assets	36.88	-
(Increase)/decrease in Trade Receivables	(2,868.93)	(245.09)
Increase/(decrease) in Other current Liabilities	(561.60)	2,960.72
Increase/(decrease) in Trade payables	2,260.09	965.64
Cash generated from Operations :	**(915.50)**	**4,730.90**
Direct Taxes Paid	(57.30)	-
Net Cash flow from/(used in) Operating Activities	**(972.80)**	**4,730.90**
Cash Flow from Investing Activities		
Purchase of property, plant and equipment including CWIP	(147.05)	(4,005.64)
Proceeds from sale of property, plant and equipment	-	-
(Increase)/decrease in Long term Loans & Advances	1,329.82	(37.26)
Movement in Investments	(1,571.35)	(1,991.68)
Movement in Loans		(8,263.94)
Movement Bank Deposit not considered as cash & cash equivalent	-	(0.35)
Interest Received	567.64	293.96
Net Cash flow from/(used in) Investing Activities	**179.05**	**(14,004.90)**
Cash Flow from Financing Activities		
Proceeds from/ (repayment of) Long term borrowings	(2,109.84)	(27.03)
Money received against Right Issue	-	9,813.25
Right issue expenses	(90.25)	-
Redemption of debenture	2,695.00	-
Interest Paid	(56.29)	(0.23)
Net Cash flow from/(used) in Financing Activities	**438.62**	**9,786.00**
Net Increase/Decrease in Cash & Cash Equivalents	(355.13)	512.00
Cash & Cash equivalents at the beginning of the year	550.72	38.72
Cash & Cash equivalents at the end of the year	**195.59**	**550.72**
Components of Cash and Cash Equivalents	**195.59**	**550.72**
Notes forming integral part of the Ind AS Financial Statements 1 to 45		

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIX9428

Arijit Kumar Ojha
Director
DIN: 10265020

Deepak Kumar Gupta
CEO & Director
DIN: 00057003

Pankaj Kumar Sharma
Company Secretary
PAN: GZFPS2953L

Pankaj Sardana
Chief Financial Officer
PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

Standalone Statement of Changes in Equity as at 31 March 2024

(All figures are in lakhs except otherwise stated)

(A) Equity Share Capital

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	4,570.33	1,089.97
Change in equity during the year	4,570.33	3,480.36
Closing balance	**9,140.66**	**4,570.33**

(B) Other Equity

As at 31 March 2024					
Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	**6,332.90**	**151.25**	**-**	**(3,519.79)**	**2,964.35**
Profit /(Loss)/Adjsutment made during the year	(4,660.58)	-	2,695.00	1,528.11	(437.47)
Discounting for Financial Asset	-	-	-	22.74	22.74
Balance at the end of the current reporting period	**1,672.32**	**151.25**	**2,695.00**	**(1,968.94)**	**2,549.63**

As at 31 March 2023					
Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	-	151.25	-	(4,152.02)	**(4,000.78)**
Profit /(Loss)/Adjsutment made during the year	6,332.90	-	-	660.48	6,993.37
Discounting for Financial Asset			-	(28.24)	
Balance at the end of the current reporting period	**6,332.90**	**151.25**	**-**	**(3,519.79)**	**2,992.60**

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIX9428

Arijit Kumar Ojha
Director
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CEO & Director
DIN: 00057003

Pankaj Kumar Sharma
Company Secretary
PAN: GZFPS2953L

Pankaj Sardana
Chief Financial Officer
PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

Note 1: Company Overview

Integra Essentia Limited ("the Company") is a public limited company, incorporated and domiciled in India which mainly deals in trading of essential items like Cashew, Rice etc . The registered office of the Company is located at 607, 6th Floor, Pearls Best Height -II,Netaji Subhash Place,North West Delhi, Delhi, India, 110034. The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The standalone financial statements for the year ended 31 March 2024 were approved by the Board of Directors and authorised for issue on 16 April 2024.

Note 2: Significant Accounting Policies

(a) Basis of Preparation of Financial Statements

(i) Statement of Compliance with Indian Accounting Standards (Ind AS)

These financial statements comply, in all material respects, with Ind AS notified under section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.

(ii) Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

a) Certain financial assets and liabilities that are measured at fair value

b) Derivative financial instruments

(iii) Functional and Presentation Currency

These financial statements are presented in Indian Rupees, which is also the functional currency of the Company.

(iv) Current and Non-current Classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle (Twelve months) and other criteria set out in Schedule III to the Act.

(b) Property, Plant and Equipment (PPE) and Depreciation

All items of PPE are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition and initial estimate of costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the carrying amount of PPE or recognised as a separate PPE, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Machinery spares and servicing equipment are recognised as PPE when they meet the definition of PPE. Otherwise, such items are classified as inventory.

Capital work- in- progress includes cost of PPE under installation / under development as at the Balance Sheet date.

The Company depreciates its PPE over the useful life in the manner prescribed under Part C of Schedule II to the Act. Depreciation commences when the assets are ready for their intended use and is computed on pro-rata basis from the date of installation/ acquisition till the date of sale/ disposal. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act, except for machinery spares wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act

Assets	Useful Life
Plant & Machinery	5 years & 15 years
Furniture and Fixtures	10 years
Office Equipments	3 years
Vehicle	8 years
Land & Building	60 years
Computer	3 years

Lease hold PPE are amortised over the period of lease or useful life, whichever is lower. Leasehold land (under Finance Lease) is amortised over the period of lease.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(c) Intangible Assets and Amortisation

Intangible assets that are acquired by the Company, which have finite useful lives are measured at cost less amortisation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition.

Intangible assets are amortised on straight line basis over the estimated useful life.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(d) Leases

At inception of a contract, company shall assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Where the Company is Lessee

At the Inception, lessee shall recognise and measure Right-of-use asset and lease liability at cost. Right to use assets shall comprise initial measurement of lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Lease liability is the present value of the lease payments that are not paid. These lease payments shall be discounted using the interest rate implicit in the lease (if readily determined) otherwise should be discounted at lessee's incremental borrowing rate.

If the lease contract transfers ownership of the underlying asset, at the end of the lease term or if, the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, then depreciate the right-of-use asset over the useful life of the underlying asset. Otherwise, depreciate the right-of-use asset till the end of the useful life of the right-of-use asset or the end of the lease term, whichever is earlier.

The lease term as the non-cancellable period of a lease, together with both: (a) periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and (b) periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

Subsequently, lessee shall measure the right-of-use asset applying a cost model.

Where the Company is Lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight line basis over the term of the relevant lease.

(e) Borrowing Cost

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use. Other borrowing costs are expensed in the period in which they are incurred.

(f) Financial instruments

(i) Financial AssetsInitial Recognition and MeasurementAll financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent Measurement

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset, as per Ind AS 109.

a. Subsequent Measurement - Equity Instruments

All equity investments other than investments in subsidiaries, joint ventures and associates are measured at fair value. Equity investments which are held for trading are classified as FVTPL. For all other equity investments, the Company decides to classify the same either at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

Investment in equity instruments of subsidiaries, joint ventures and associates are measured at cost.

b. Subsequent Measurement - Debt Instruments

A financial asset being debt instrument that meets the following 2 conditions is measured at amortised cost (net off any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the objective of the Company's model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following 2 conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the financial asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets.

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different basis.

All other debt instruments are measured at fair value through profit or loss.

Derecognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset, to another entity.

Impairment of Financial Assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI.

For financial assets other than trade receivables, whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, considering historical trend, industry practices and the business environment in which the Company operates or any other appropriate basis.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

(ii) Equity and Financial Liabilities

Debt and equity instruments issued by an entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

a. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

b. Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are initially recognised at fair value plus any transaction costs that are attributable to the acquisition of the financial liabilities, except for the financial liabilities at FVTPL which are initially measured at fair value.

Subsequent Measurement

The financial liabilities are classified for subsequent measurement either at amortised cost or at fair value through Profit and Loss (FVTPL).

Amortised cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount.

Derecognition of Financial Liabilities

A financial liability is removed from the Balance Sheet when the obligation is discharged, or is cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of Financial Instruments

Financials assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

(g) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

  All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 — Inputs for the asset or liability that are not based on observable market data.

(h) Inventories

Inventories are stated at the lower of cost and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. The cost formula used for determination of cost is 'Weighted Average Cost'.

Machinery spares, stand-by equipment and servicing equipment are recognised as inventory when the useful life is less than one year and the same are charged to the Statement of Profit and Loss as and when issued for consumption.

(i) Income TaxThe income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.The Company's liability for current tax is calculated using the Indian tax rates and laws that have been enacted by the reporting date. The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and provisions where appropriate.Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and current tax liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.(j) Provisions and Contingencies ProvisionsA provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Contingent assets are not recognised in the financial statements. If the inflow of economic benefits is probable, then it is disclosed in the financial statements.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

(k) Employee Benefits

(i) Short-term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Post-employment Obligations

The Company operates the following post-employment schemes:

(a) Defined benefit plan (Gratuity), and

(b) Defined contribution plans such as, provident fund.

Defined Benefit Plan

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually on the basis of actuarial valuation using the Projected Unit Credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation. This cost is included in employee benefits expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

Defined Contribution Plans

Defined Contribution Plans such as provident fund are charged to the Statement of Profit and Loss as an expense, when an employee renders the related services.

(iii) Other Long-term Employee Benefits

The liabilities for compensated absences that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the Projected Unit Credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have any unconditional right to defer settlement for at least 12 months after the end of the reporting period, regardless of when the actual settlement is expected to occur.

(l) Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows as well as the Balance Sheet, cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(m) Earnings per Share (EPS)

Basic earnings per share are computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net off any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

(n) Dividend Distribution to Equity Shareholders

Dividend distributed to Equity shareholders is recognised as distribution to owners of capital in the Statement of Changes in Equity, in the period in which it is paid. Dividend proposed by the Board of Directors, subject to the approval of shareholders, is disclosed in the notes to financial statements.

(o) Foreign Currency Transactions

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

(p) Revenue RecognitionEffective from 01 April 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115--'Revenue from contracts with customers'. Revenue from contracts with customers is recognized on transfer of control of promised goods or services to the customer at amount that reflects the consideration to which the company is expected to be entitled to in exchange for those goods or services. Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of products is satisfied at a point in time when material is shipped / delivered to the customer as may be specified in the contract.

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable effective interest rate.

Dividend Income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

Income from Services

Income from services is recognised (net of taxes as applicable) as they are rendered, based on agreement/ arrangement with the concerned customers.

(q) Significant Accounting Estimates, Judgements and Assumptions:

The preparation of the Company's financial statements in conformity with Ind AS requires Management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected.

In the process of applying the Company's accounting policies, Management has made the following judgements which have significant effect on the amounts recognised in the financial statements:

i. Useful Lives of Property, Plant and Equipment: Determination of the estimated useful life of tangible assets and the assessment as to which components of the cost may be capitalised. Useful life of tangible assets is based on the life specified in Schedule II of the Act and also as per Management estimate for certain category of assets. Assumption also needs to be made, when the Company assesses, whether as asset may be capitalised and which components of the cost of the assets may be capitalised.

ii. Fair Value Measurement of Financial Instruments: When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/ judgements about these factors could affect the reported fair value of financial instruments

iii. Measurement of Defined Benefit Plan: The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv. Impairment of Financial Assets: Trade receivables are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when Management deems them not collectable. Impairment is made on the expected credit loss model, which is the present value of the cash shortfall over the expected life of the financial assets. The impairment provisions for financial assets are based on assumption about the risk of default and expected loss rates. Judgement in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.

v. Impairment of Non-financial Assets: The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered as impaired and is written down to its recoverable amount.

   In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

vi. Contingencies: Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigation against the Company as it is not possible to predict the outcome of pending matters with accuracy.

► Note NO. 3- Property, plant and equipment

Particulars	Computer	Furniture & Fixtures	Air Conditioner	HP Laserjet Printer	Mobile	Tally Prime Silver	Land & building	Plant & Machinery	Vehicle	Total
Gross Block										
As at 1 April 2023	0.87	1.74	2.20	0.17	1.17	0.15	3,000.00	1,000.00	-	**4,006.30**
Additions during the year	0.54	0.15	-	0.69	2.48	-	-	-	143.20	**147.05**
Deletions during the year	-	-	-	-	-	-	-	-	-	**-**
As at 31 March 2024	**1.41**	**1.89**	**2.20**	**0.86**	**3.65**	**0.15**	**3,000.00**	**1,000.00**	**143.20**	**4,153.35**
Depreciation										
As at 1 April 2023	0.54	0.36	0.85	0.08	0.68	0.09	-	-	-	**2.60**
Additions during the year	0.48	0.36	0.61	0.44	0.75	0.03	146.51	181.53	40.88	**371.59**
Deletions during the year	-	-	-	-	-	-	-	-		-
As at 31 March 2024	**1.02**	**0.73**	**1.46**	**0.51**	**1.42**	**0.12**	**146.51**	**181.53**	**40.88**	**374.19**
Net Block										
As at 31 March 2024	**0.39**	**1.16**	**0.73**	**0.35**	**2.22**	**0.03**	**2,853.49**	**818.47**	**102.32**	**3,779.16**
As at 31 March 2023	**0.33**	**1.38**	**1.35**	**0.10**	**0.49**	**0.06**	**3,000.00**	**1,000.00**	**-**	**4,003.70**

► NOTE NO. 4 - Investments

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Investments in equity instruments		
-Associates	75.00	-
Investments in partnership firm	110.51	110.51
Other investments	3,377.52	1,881.17
Total	**3,563.03**	**1,991.68**

a) Investment in Sarveshvar Foods Limited amounting ₹ 568 Lakhs has been sold out during the year and the company has invested in MSR Real estates amounting ₹ 100 Lakhs, Nimbus Projects Limited amounting ₹ 1,298.27 Lakhs and in Brij Gopal Constructions Company Private Limited amounting ₹ 1979.25 Lakhs was made during the year.

b) The company become operating partner in M/s RK Industries on 5 August 2022 and acquired 66% share in the said partnership firm. Also company has acquired 25.76% in Brewtus Beverages Private Limited in July 2023. The share of profit is accounted using equity method and has been disclosed in the results.. The share of profit of partnership firm has been disclosed in Consolidated Financial Statements of Integra Essentia Ltd.

c) Investment in M/S Capital Infrastructure Ltd purchased from Nimbus Projects Ltd of 87,50,000 Zero % Non-Convertible Redeemable Preference Shares of Face Value of ₹ 10/- each (i.e., 62,50,000 Preference Shares at ₹ 14.40/- each redeemable on 23 January 2025 at ₹ 18.25 per share and 25,00,000 Preference Shares at ₹ 12/- each redeemable on 21 January 2025 at ₹ 18.65/-).

d) Investment in M/S Brij Gopal Construction Company Private Limited purchased from Seema Garg, 2,73,000 Equity Shares at the rate of ₹ 725/- (Face Value of ₹ 10/- each).

e) ₹ 100 Lakhs were invested in MSR Apparels Ltd for Joint Development and Construction of Project at Land Situated at village Ujwa admeasuring about 2.4 acres.

► NOTE NO. 5 - Loans

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Loans Receivables considered good – Unsecured	6,932.08	8,261.89
Other loans	6,932.08	8,261.89
Total	**3,563.03**	**1,991.68**

The company has provided loans to the following parties during the year

a) Loan of ₹ 285 Lakhs was given to Jindal Oil and Fats Limited at an interest rate of 8% p.a. for period of 2 years

b) Loan of ₹ 365 Lakhs was given to K K Continental Trade Private Limited at an interest rate of 8% p.a. for period of 2 years

c) Loan of ₹ 285 Lakhs was given to Innovative Supply Chain Solution LLP at an interest rate of 8% p.a. for period of 2 years

d) Loan of ₹ 1150 Lakhs was given to SA Globals Private Limited at an interest rate of 8% p.a. for period of 2 years

e) Loan of ₹ 255 Lakhs was given to Oniv Beverages Private Limited at an interest rate of 8 % p.a. for period of 2 years

f) Loan of ₹ 3400 Lakhs was given to Advik Capital Limited at an interest rate of 7 % p.a. for the Period of 5 years

g) Loan of ₹ 60 Lakhs was given to Indian Realtors Private Limited at an interest rate of 8% p.a. for the period of 2 years Outstanding balance of Indian Realtors Private Limited (₹66.41 Lakhs), Advik Capital Limited (₹ 4,369.55 Lakhs) , Oniv Beverages Private Limited (₹ 272.88 Lakhs) , S A Global Private Limited (₹ 1,267.10 Lakhs) , Innovative Supply Chains Solutions LLP (₹ 262.96 Lakhs), Jindal Oil and Fats Limited (₹ 303.89 Lakhs) and KK Contineneta Trade Limited (₹ 389.19 Lakhs)

▶ NOTE NO. 6 - Other non current financial assets **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Security Deposits	1.12	38.11
Total	**1.12**	**38.11**

Security deposit of office premises and Godown which Company has taken on lease.

▶ NOTE NO. 7 - Deffered tax assets **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Deffered tax	-	0.27
Total	**-**	**0.27**

Reconciliation of deferred tax assets/(liabilties) **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	0.27	-
Tax credit during the year recognised in Statement of profit and loss	25.45	0.27
Closing balance	**(25.19)**	**0.27**

▶ NOTE NO. 8 - Other non current assets **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Prepaid assets	0.11	-
Total	**0.11**	**-**

▶ NOTE NO. 9 - Trade Receivables **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables – Considered Good Secured	3,903.73	1,034.79
Trade receivables – Considered Good Unsecured	-	-
Trade receivables which have significant increase in credit risk	-	-
Trade Receivables – Credit impaired	-	-
Total	**3,903.73**	**1,034.79**

Ageing schedule for the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	3,628.12	72.73	182.38	20.50	-	3,903.73
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	**3,628.12**	**72.73**	**182.38**	**20.50**	**-**	**3,903.73**

Ageing schedule for the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	955.79	52.50	26.51	-	-	1,034.79
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	**955.79**	**52.50**	**26.51**	**-**	**-**	**1,034.79**

► NOTE NO. 10 - Cash & Cash Equivalents **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Cash on hand	1.16	17.77
Balances with banks	194.43	532.95
Total	**195.59**	**550.72**

The cheques issued but not cleared for payment comprises of four cheques paid to Bhardwaj Enterprises for an amount aggregating to ₹ 150 Lakhs paid for the debentures.These cheques are still pending for clearing as on 16 April 2024 which will be cleared in the due course.

► NOTE NO. 11- Other current financial assets **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued on fixed deposit	5.35	5.70
Security deposit	-	99.75
Total	**5.35**	**105.45**

► NOTE NO. 12 - Other current assets **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Balance with Government Authorities	308.18	96.79
Advances to Supplier		
Other than related party	42.58	4.61
Advance to staff	15.00	2.40
Prepaid asset	0.07	-
Capital advances	1,399.50	-
Total	**1,765.33**	**103.80**

Capital advances comprises of ₹1,399.50 Lakhs as advance against purchase of the property by the company Viz. Unit no. B1, B2 &B3 on lower ground floor , Plot no E-1,2,3 situated at Netaji Subhash Palace District center at Wazirpur, Delhi-110034 from Basant Projects Limited vide agreement dated 24 January 2024 for total consideration price of ₹ 17.40 Crores.

► NOTE NO. 13- Equity Share Capital **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Authorized share capital		
1,25,00,00,000 equity shares of ₹1 each	12,500.00	4,570.33
Issued, Subscribed and Paid up		
91,40,66,006 fully paid equity shares of ₹ 1 each (Previous year 45,70,33,003 fully paid equity shares of ₹ 1 each)	9,140.66	4,570.33
	9,140.66	**4,570.33**

Reconciliation of number of equity share outstanding as at the beginning and at the end of year **[Rs in Lakhs]**

Particulars	As at 31 March 2024		As at 31 March 2023	
	No of shares	Amount	No of shares	Amount
Shares outstanding at the beginning of the year	45,70,33,003	4,570.33	10,89,97,047	1,089.97
Add: Shares issued during the year	45,70,33,003	4,570.33	34,80,35,956	3,480.36
Shares outstanding at the end of the year	**91,40,66,006**	**9,140.66**	**45,70,33,003**	**4,570.33**

On 13 January 2024, the company had came with the bonus issue in the ratio of 1:1. Consequent the issued and paid up share capital stands increased to ₹ 9,140.66 Lakhs consisting of 91,40,66,006 equity shares of ₹1 each.

Terms / rights to Equity Shares

The Company has only one class of shares referred as equity shares having a par value of 1/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts , in proportion to their shareholding.

The details of shareholders holding more than 5% shares as at 31 March 2024 and 31 March 2023 are set out below:

Class of Shares / Name of the Shareholder	As at 31 March 2024		As at 31 March 2023	
Equity shares	**No. of shares**	**% held**	**No. of shares**	**% held**
Vishesh Gupta	19,02,45,692	20.81%	9,51,22,846	20.81%
Just Right Life Limited	-	-	2,56,89,619	5.62%

Details of shares held by promoters :

Name of promoter	As at 31 March 2024		As at 31 March 2023	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	19,02,45,692	20.81%	9,51,22,846	20.81%
Total	**19,02,45,692**	**20.81%**	**9,51,22,846**	**20.81%**

Rights, Preferences and Restrictions

The Authorised Share Capital of the Company consists of Equity Shares having nominal value of ₹ 1/- each. The rights and privileges to equity shareholders are general in nature and allowed under Companies Act, 2013.

The equity shareholders shall have:

(1) a right to vote in shareholders' meeting. On a show of hands, every member present in person shall have one vote and on a poll, the voting rights shall be in proportion to his share of the paid up capital of the Company;

(2) a right to receive dividend in proportion to the amount of capital paid up on the shares held. The shareholders are not entitled to exercise any voting right either in person or through proxy at any meeting of the Company if calls or other sums payable have not been paid on due date.

In the event of winding up of the Company, the distribution of available assets/losses to the equity shareholders shall be in proportion to the paid up capital.

During the Financial year ended 31 March 2023, the company had brought its second Right Issue on 21 December 2022, wherein fully paid 7,13,51,144 equity shares of ₹ 1/- each at a premium of ₹ 6/- per share, alloted on Rights basis to the eligible shareholders. The company has deployed these funds as per the objects of Right Issue.

Proceeds from subscription to the Issue of equity shares under Rights Issue 2 of 2022-23, made during the year ended 31 March 2023 have been utilised in the following manner:

Objects of right issue	Amounts	Objects fulfilled	Balance
Meeting working capital requirenments	3,700.00	3,700.00	-
General corporate purposes	1,234.58	1,234.58	-
Issue related expenses	60.00	26.32	33.68
Total	**4,994.58**	**4,960.90**	**33.68**

Remaining amount of ₹33.68 Lakhs has been utilised in the current year 2023-24 for working capital requirenment.

▶ NOTE NO. 14- Other Equity

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
General Reserve		
Opening Balance	151.25	151.25
Additions during the year	-	-
Closing Balance	151.25	151.25
Profit & Loss Account		
Opening balance	(3,519.79)	(4,152.02)
Profit /(Loss) for theyear	1,528.11	660.48
Discounting for Financial Asset	22.74	(28.24)
Closing Balance	(1,968.94)	(3,519.79)
Security Premium		
Opening balance	6,332.90	-
Adjustments made during the year	(4,660.58)	6,332.90
Closing Balance	**1,672.32**	**6,332.90**
Capital Reserve		
Opening balance	-	-
Adjustments made during the year	2,695.00	-
Closing Balance	**2,695.00**	**-**
Total Other Equity	**2,549.63**	**2,964.35**

Nature and Purpose of Reserve

a) General Reserve- General Reserve has been created on account of the Scheme of Amalgamation.

b) Profit and loss account- Profit and loss account are the losses which company incurred till date.

c) Security Premium- Security Premium is the amount received over and above the Face Value of the Shares Issued.

d) Capital reserve- Capital reserve has been created on account of debentures.

i) Security premium is adjusted against bonus issue and right issue expenses during the year.

ii) Capital reserve is created due to transfer of debentures on discount.

▶ NOTE NO. 15- Borrowings

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Secured		
Term Loans		
From banks	78.74	-
Unsecured		
Bonds or Debentures	-	2,845.00
Other loans		
Preference share capital		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
Other	**643.32**	**-**
Total	**724.56**	**2,847.50**

a. Vehicle loan of ₹ 100 Lakhs was taken from ICICI bank during the year 2023-24. The loan is repayable in 84 monthly instalments commencing from June 2023 and carries interest rate of 9% p.a.

b. Paid ₹ 150 Lakhs towards full and final redemption of the entire 2,845 unsecured, non-convertible redeemable debentures of ₹1 Lakh each/- on 30 September 2023.

c.

Details of Preference share capital	As at 31 March 2024	As at 31 March 2023
5,00,000 (Previous year 5,00,000) Redeemable Cumulative Non Convertible Preference Shares of ₹1 each	5.00	5.00
Issued, subscribed and Paid-up:		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
	2.50	**2.50**

Reconciliation of number of preferance share outstanding as at the beginning and at the end of year

Class of Shares / Name of the Shareholder	As at 31 March 2024		As at 31 March 2023	
Equity shares	No of shares	Amount	No of shares	Amount
Preferance share carrying rate of 5%				
Shares outstanding at the beginning of the year	1,00,000	1.00	1,00,000	1.00
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,00,000	1.00	1,00,000	1.00
Preferance share carrying rate of 9%				
Shares outstanding at the beginning of the year	1,50,000	1.50	1,50,000	1.50
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,50,000	1.50	1,50,000	1.50

Name of promoter	As at 31 March 2024		As at 31 March 2023	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	2,50,000	100%	2,50,000	100%
Total	2,50,000	100%	2,50,000	100%

Terms / rights attached to Preference Shares

a) 5% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime before the expiry of 20 years from the date of allotment (i.e. 16 August 2012) of the said preference shares at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.

b) 9% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime between 16 February 2017 to 15 August 2022 at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.

d. Unsecured loan of ₹ 600 Lakhs was taken from Hi Tech Saw Limited during the year 2022-23 at an interest rate of 8% p.a. for 3 years and has an outstanding balance of ₹ 643.32 Lakhs.

► NOTE NO. 16- Provisions

Particulars	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Provision for employee benefits				
- Gratuity	3.42	0.00	-	-
Total	**3.42**	**0.00**	**-**	**-**

▶ **NOTE NO. 17 - Deferred tax liabilites** **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax liabilites	25.19	-
Total	**25.19**	**-**

▶ **NOTE NO. 18 - Short term borrowings** **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Secured		
Term Loans		
From banks	13.10	
Total	**13.10**	**-**

▶ **NOTE NO. 19 - Trade payables** **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	1,277.82	2,018.70
-total outstanding dues of creditors other than micro enterprises and small enterprises	3,390.53	389.55
Total	**4,668.35**	**2,408.26**

i) All Trade payables are non-interest bearing other than amount payable to MSME.

ii) According to information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'), the Company has amounts due to Micro, Small and Medium Enterprises under the said Note No.41.

iii) The company has obtained confirmations from MSME Creditors with respect to Non Payment of Interest on Amount Payable for more than 45 Days.

Ageing schedule for the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	1,247.80	30.02	-	-	1,277.82
(ii) Others	3,390.53	-	-	-	3,390.53
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Ageing schedule for the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	2,018.70	-	-	-	2,018.70
(ii) Others	389.55	-	-	-	389.55
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

The Company exposure to liquidity risk related to the above financial liabilities is disclosed in Note 40.

▶ **NOTE NO. 20 - Other financial liabilities** **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued but not due	-	165.86
Statutory dues	7.47	36.40
Dividend on preferance share payable	2.44	2.25
Expenses payable	7.48	3.06
Audit fees payable	0.68	0.90
Other payables	230.00	-
Total	**248.07**	**208.47**

Other payables consist of payment to be made towards purchase of shares of Brij Gopal Constructions Company Private Limited from Seema Garg.

▶ NOTE NO. 21 - Other Current Liabilities

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Advances from customer	2,429.58	3,034.20
Total	**2,429.58**	**3,034.20**

▶ NOTE NO. 22 - Current Tax Liabilities (Net)

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Provisions for Income Tax	342.94	57.30
Total	**342.94**	**57.30**

Refer Note 42 for calculation.

▶ NOTE NO. 23 - Revenue from Operations

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Sale of products	27,726.66	24,141.41
Total	**27,726.66**	**24,141.41**

▶ NOTE NO. 24 - Other Income

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Interest income		
From loans	567.61	293.96
From rent security	0.03	-
Facilitation Charges	20.90	-
Rent	90.00	-
Rebates And Discounts Received	27.09	2.00
Unrealised Profit	(14.50)	112.77
Other non operating income	163.46	-
Capital gain	981.13	-
Total	**1,835.73**	**408.73**

▶ NOTE NO. 25 - Purchases of stock in trade

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Purchase	26,842.77	23,555.49
Direct Expense	2.47	6.18
Total	**26,845.24**	**23,561.67**

▶ NOTE NO. 26 - Employee benefit expenses

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Salaries and Wages	57.36	34.13
Directors Remuneration	21.20	14.85
Gratuity	3.42	-
Staff Welfare Expenses	2.78	0.55
Total	**84.77**	**49.53**

▶ NOTE NO. 27 - Finance cost

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Interest on Others	48.13	-
Interest on loan	7.98	-
Dividend	0.19	0.19
Total	**56.29**	**0.19**

▶ NOTE NO. 28 - Depreciation and Amortization

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Depreciation	371.59	2.60
Amortization	0.04	-
Total	**371.62**	**2.60**

► NOTE NO. 29 - Other Expenses **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Bank Charges	0.20	0.04
Promotion and advertisement	8.20	-
Freight	129.78	161.22
Power & Fuel (Electricity)	0.69	0.42
Rent Expenses	5.87	38.99
Telephone Expenses	0.48	0.33
Travelling & Conveyance	9.36	-
Loading and unloading	35.10	-
Printing and stationery	1.40	-
Office expenses	0.63	-
Charity and donation	4.50	0.47
Rebates And Discounts allowed	30.25	-
Legal & Professional Charges	71.63	13.28
Website	0.59	-
Auditor's Remuneration	3.00	3.10
Repair & Maintenance	0.90	0.59
Miscellaneous Expenses	4.65	(0.20)
Interest	0.75	0.41
Total	**307.96**	**218.66**

Payment to auditor		
Auditor	3.00	3.10
For other services	2.13	0.33

► NOTE NO. 30 - Earning per share **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Basic EPS		
Profit for the year	1,528.11	660.48
Weighted number of shares outstanding	55,56,82,203	45,70,33,003
Basic and Diluted EPS (Rs.)	0.27	0.14
Diluted EPS		
Profit for the year	1,528.11	660.48
Weighted number of shares outstanding	55,56,82,203	45,70,33,003
Basic and Diluted EPS (Rs.)	0.27	0.14

► NOTE NO. 31 - Details of CSR expenditure as per Section 135 of Companies Act, 2013 **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
CSR expenditure	-	-

The provision applies to the companies having Net Worth of more than Rs. 500 Crores or Turnover more than Rs. 1000 Crores or Net profit more than Rs. 5 Crores in the preceding financial year. The company's Net profit, Turnover & Net Worth of preceding financial year is below the prescribed limit so the amount required to be spent during the year is NIL.

► NOTE NO. 32- Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management. The Company's objective for capital management is to manage its capital to safeguard all stakeholders The funding requirements are met through loans.

► NOTE NO. 33- Financial risk management

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee reports to the Board of Directors on its activities. The Company's risk management policies are established to identify and analyses the risks faced by the Company, to set appropriate risks limits and controls and to monitor risk and adherence to limits. Risk management policies and systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Company, through its training, standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit.

Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivable from customers. Credit risk is managed through credit approvals establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. The company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade receivables and other financial assets.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring as far as possible, that it will all ways have sufficient liquidity to meets it liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to Company's reputation.

Market Risk

Market risk is the risk that changes in market prices- such as foreign exchange rates, interest rates and equity prices- will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payable and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk. Thus, our exposure to market risk is a function of revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive in our foreign currency revenues and costs. The Company uses derivative to manage market risk.

► NOTE NO. 34- Employee Benefits

Post-employment benefits plans

(a) Defined Contribution Plans –

In respect of the defined contribution plans, an amount of Nil (Previous Year Nil) has been provided in the Profit & Loss account for the year towards employer share of PF contribution.

(b) Defined Benefit Plans –

The Liability in respect of gratuity is determined for current year as per management estimate is ₹3,42,491/- (previous year Nil as per management estimate) carried out as at Balance Sheet date. Amount recognized in profit and loss account is ₹ 3,42,491/- (previous year Nil).

► NOTE NO. 35- Related party transactions

Related party	Nature of relationship	Date of appointment	Date of cessation
Gunjan Jha	Director	07-08-2021	-
Sony Kumari	Director	07-08-2021	-
Pankaj Sardana	Chief Financial Officer	27-11-2023	-
Pankaj Kumar Sharma	Company Secretary	09-08-2022	-
Arijit Kumar Ojha	Director	23-01-2024	-
Deepak Kumar Gupta	CEO & Whole time director	04-09-2023 & 27-07-2023	-
Puneet Ralhan	Director	27-07-2023	-
Anshumali Bushan	Director	17-05-2023	-
Vishesh Gupta	Managing director	07-08-2021	23-01-2023
Manoj Kumar Sharma	Whole time director	17-05-2023	27-07-2023
Sandeep Gupta	Chief Financial Officer	08-11-2021	20-08-2022

Sweta Gandhi	Company Secretary	15-10-2022	20-12-2022
Prince Chugh	Company Secretary	06-09-2021	09-08-2022
Dipankar Gambhir	Chief Financial Officer	27-04-2023	30-06-2023
M/s RK Industries	Operating partner in partnership firm	05-08-2022	-
Brewtus Beverages Private Limited	Associate	10-07-2023	-

Details of transactions with related parties are as follows : **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Sitting Fees		
Gunjan Jha	1.20	1.40
Sony Kumari	1.20	1.40
Mansi Gupta	1.00	1.40
Remuneration		
Vishesh Gupta	12.05	10.65
Manoj Kumar Sharma	8.05	4.80
Sandeep Gupta	-	2.21
Sweta Gandhi	-	2.54
Prince Chugh	-	1.92
Pankaj Kumar Sharma	6.14	3.36
Pankaj Sardana	1.71	-
Arijit Kumar Ojha	6.48	-
Dipankar Gambhir	2.84	-
Deepak Kumar Gupta	6.00	-

Particulars	As at 31 March 2024	As at 31 March 2023
Sitting Fees		
Gunjan Jha	0.18	-
Sony Kumari	0.18	-
Remuneration		
Pankaj Sardana	**0.40**	**-**
Pankaj Kumar Sharma	0.52	0.42
Arijit Kumar Ojha	0.90	-
Deepak Kumar Gupta	0.90	-
Vishes Gupta	0.94	0.15
Manoj Kumar Sharma	0.56	0.50

► NOTE NO. 36- Statement of Management

(a) The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent if any stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. There are no contingent liabilities except those stated in the notes.

(b) Balance Sheet, Statement of Profit & Loss and Cash Flow statement read together with the schedules to the accounts and notes thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

► NOTE NO. 37- Segment Reporting

As on 31 March 2024, the Company is engaged in Trading of essential Items like Cashew Rice etc which is considered as the only reportable business segment. Hence segment reporting is not applicable to the company.

► NOTE NO. 38 - Contingent Liabilities & Commitments

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Claims against the Company, not acknowledged as debts*		
Amount paid to statutory authorities	73.56	73.56

* The Customs department has raised the claim on company for 73.56 lacs . The Company has disputed the same with appropriate authority.

► NOTE NO. 39

Previous year figures have been regrouped / reclassifed wherever necessary to conform to current year's classification.

► NOTE NO. 40- Dividends

- Dividend for Preference Shareholders for the year 2023-24 is ₹ 18500/-
- Cummulative dividend for Preference Shareholders payable is ₹ 2,43,771/-

► NOTE NO. 40- A. FINANCIAL INSTRUMENTS

Particulars	As at 31 March 2024		As at 31 March 2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
At Amortised Cost				
Trade Receivables	3,903.73	3,903.73	1,034.79	1,034.79
Cash & Cash equivalents	195.59	195.59	550.72	550.72
Loans and Advances	6,932.08	6,932.08	8,261.89	8,261.89
Investment	3,563.03	3,563.03	1,991.68	1,991.68
Other Financial Asset	6.47	6.47	143.56	143.56
Total Financial Assets	**14,600.89**	**14,600.89**	**11,982.64**	**11,982.64**
Financial Liabilities				
At Amortised Cost				
Borrowings	737.66	737.66	2,847.50	2,847.50
Trade Payables	4,668.35	4,668.35	2,408.26	2,408.26
Other Financial Liabilities	248.07	248.07	208.47	208.47
Total Financial Liabilities	**5,654.08**	**5,654.08**	**5,464.23**	**5,464.23**

B. Fair value measurements recognised in the statement of financial position:

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.
Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Particulars	As at 31 March 2024			As at 31 March 2023		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
At Amortised Cost						
Trade Receivables	-	-	3,903.73	-	-	1,034.79
Cash & Cash equivalents	-	-	195.59	-	-	550.72
Loans and Advances	-	-	6,932.08	-	-	8,261.89
Investment	-	-	3,563.03	-	-	1,991.68
Other Financial Asset	-	-	6.47	-	-	143.56
Subtotal	**-**	**-**	**14,600.89**	**-**	**-**	**11,982.64**

Financial Liabilities						
At Amortised Cost						
Borrowings	-	-	737.66	-	-	2,847.50
Trade Payables	-	-	4,668.35	-	-	2,408.26
Other Financial Liabilities	-	-	248.07	-	-	208.47
Subtotal	**-**	**-**	**5,654.08**	**-**	**-**	**5,464.23**

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Cash and cash equivalents, Trade receivables, Other current Financial assets, Trade payable and other current Financial liabilities approximate their carrying amounts largely due to the short-term maturities or nature of these instruments.

C. Fair values hierarchy

All assets and liabilities for which fair value is measured or disclosed in the Standalone Financial Statements are categorised within the fair value hierarchy, described as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements

As at 31 March 2024	Level 1	Level 2	Level 3	Total
Assets at fair value				
Investments measured at fair value through other comprehensive Income	-	-	-	-
Investments measured at fair value through profit and loss	3,563.03	-	-	3,563.03
Total	**3,563.03**	**-**	**-**	**3,563.03**

As at 31 March 2023	Level 1	Level 2	Level 3	Total
Assets at fair value				
Investments measured at fair value through other comprehensive Income	-	-	-	-
Investments measured at fair value through profit and loss	1,991.68	-	-	1,991.68
Total	**1,991.68**	**-**	**-**	**1,991.68**

There have been no transfers between levels during the period

Valuation process and technique used to determine fair value

(i) The management assessed that fair value of cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

(ii) The fair values of the equity investment which are quoted, are derived from quoted market prices in active markets. The Investments measured at fair value and falling under fair value hierarchy Level 3 are valued on the basis of valuation reports provided by external valuers with the exception of certain investments, where cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair values within that range.

(iii) The fair value of non-current borrowings carrying floating-rate of interest is not impacted due to interest rate changes, and will not be significantly different from their carrying amounts as there is no significant change in the under-lying credit risk of the Company (since the date of inception of the loans).

D. Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables	3,903.73	1,034.79
Cash and cash equivalents	195.59	550.72
Investments	6,932.08	8,261.89
Loans	3,563.03	1,991.68
Other financial assets (including investments)	6.47	143.56

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.
Credit risk on cash and cash equivalents and bank deposits is generally limited as the Company transacts with Banks having a high credit ratings assigned by domestic credit rating agencies.

► NOTE NO. 43 - Earning per share **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Profit before tax as per Companies Act 2013	1,896.51	717.50
Add : Disallowed expenditure or allowed income under income tax act	516.27	3.01
Less: Allowed expenditure or disallowed income under income tax act	2,285.63	789.81
Income from business/profession	127.14	(69.30)
Income from other sources	567.61	296.97
Income from capital gain	979.50	-
Tax rate (Section 115BAA)	25.17	25.17
Short term capital gain rate (Section 115BAA)	17.16	17.16
Income tax expense	**342.94**	**57.30**

► NOTE NO. 44 - Additional Regulatory Information

(i) Company holds immovable property in its name and the same has been disclosed in the financial statements

(ii) Company doesn't have investment property to value the property as is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

(iii) Company doesn't have Property Plant and Equipment to revalue the same (including Right-of Use Assets),based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

(iv) Company doesn't have intangible asset to revalue the same , based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

(v) Company not provided any loans to Promoters, Directors, Key Managerial Persons or related parties. The loans provided to other body corporates are repayble on demand

(vi) Company doesn't have any Capital-Work-in Progress

(vii) Company does not have any intangible assets under developments

(viii) No benami property held by company, No proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder

(ix) Company has no borrowings from banks or financial institutions on the basis of security of current assets

(x) Company not declared as wilful defaulter by any bank or financial Institution or other lender

(xi) Company has not done any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

(xii) Company has not any charges or satisfaction yet to be registered with ROC beyond the statutory period

(xiii) Section 135 of Companies Act, 2013 relating to CSR Policy is not applicable on the Company

(xiv) Compliance with number of layers of companies is applicable and same has been taken into effect in consolidated financial statements.

(xv) Compliance with approved Scheme(s) of Arrangements, if any: NA

(xvi) During the year company has borrowed loans from bank and other parties and same has beeen disclosed in financial statements. The company has issued bonus shares in the ratio of 1:1

(xvii) The additional information pursuant to Schedule III to the Companies Act, 2013 are either nil or not applicable.

► **NOTE NO. 45 - Ratios**

Ratio	Numerator	Denominator	Current period	Previous period	% variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	0.76	0.31	142%	Due to usage of proceeds of right issue in working capital
Debt-Equity Ratio	Total Debt	Total shareholder`s Equity	0.06	0.38	-83%	Due to repayment of borrowings
Debt Service Coverage Ratio	EBITDA	Interest+ Borrowing	2.93	0.25	1057%	Due to repayment of borrowings
Return On Equity	Net Income	Average Shareholder`s Equity	0.16	0.29	-44%	Due to increase in non operating income
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventories	NA	NA	NA	NA
Trade Receivable Turnover Ratio	Net Credit Sale	Average account Receivable	11.23	26.49	-58%	Due to increase in credit sales and trade receivables
Trade Payable Turnover Ratio	Net Credit Purchase	Average account Payabe	7.59	12.24	-38%	Due to increase in credit purchase and trade payables
Net Capital Turnover Ratio	Total Sale	Shareholder`s Equity	2.37	3.20	-26%	Due to increase in net worth
Net Profit Ratio	Net Profit	Revenue	0.06	0.03	101%	Due to increase in profit and revenue
Return On Capital Employed	Earning Before Interest & Tax	Capital Employed	0.16	0.07	128%	Due to repayment of borrowings
Return on Investment	Profit from Investment	Cost of Investment	NA	NA	NA	NA

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIX9428

Arijit Kumar Ojha
Director
DIN: 10265020

Deepak Kumar Gupta
CEO & Director
DIN: 00057003

Pankaj Kumar Sharma
Company Secretary
PAN: GZFPS2953L

Pankaj Sardana
Chief Financial Officer
PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of **INTEGRA ESSENTIA LIMITED**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **INTEGRA ESSENTIA LIMITED** (hereinafter referred to as "Holding Company"), its Subsidiary/associates/ joint ventures (the Parent and its Subsidiary/associates/ joint ventures together referred to as 'the Group'), which comprise the consolidated balance sheet as at 31st March, 2024, the consolidated statement of Profit and Loss(Including Other Comprehensive Income), consolidated statement of changes in equity, and the consolidated statement of cash flows for the period then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information.

Subject to the possible impact due to matters reported in other matters para, in our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its profit and total comprehensive Profit, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. Except for the documents/information related to matters mentioned in other matters para, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial statements and auditors' report thereon

The Holding Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the group and its associates are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial Statements of such entity included in the Consolidated Financial Statements of which we are the independent auditors, for the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Ind AS financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

i. The accompanying consolidated Statement includes the unaudited standalone financial information, in respect of M/s R. K. Industries (Partnership Firm), whose unaudited financial information reflects Parent company's share of profit after tax of Rs. 18.51 Lakhs for the year ended 31st March 2024 and total comprehensive income of Rs. NIL for the year ended 31st March 2024, as considered in the consolidated audited financial results. These unaudited financial information have been reviewed by their auditor and have been approved and furnished to us by the management and our conclusion on the Statement·, in so far as it relates to the amounts and disclosures included in respect of these Subsidiaries/associates/ joint ventures, is based solely on such unaudited financial information.

ii. The accompanying consolidated Statement includes the unaudited standalone financial information, in respect of M/s Brewtus Beverages Pvt. Ltd., whose unaudited financial information reflects Parent company's share of profit after tax of Rs. (4.23) Lakhs for the year ended 31st March 2024 and total comprehensive income of Rs. NIL for the year ended 31st March 2024, as considered in the consolidated audited financial results. These unaudited financial information have been reviewed by their auditor and have been approved and furnished to us by the management and our conclusion on the Statement·, in so far as it relates to the amounts and disclosures included in respect of these Subsidiaries/associates/ joint ventures, is based solely on such unaudited financial information.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of other auditors on separate financial statements and other financial information of associate, as noted in the 'other matter' paragraph, we report to the extent applicable, that:

2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and reports of the auditor.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income , statement of changes in equity and the consolidated statement of Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014

   e) On the basis of the written representations received from the directors of the Company as on 31st March, 2024 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to Consolidated financial statements of the Group Companies and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, , in our opinion and to the best of our information and according to the explanations given to us and based upon the reports of other auditors on separate financial statements as also the other financial information of the associate, as noted in the 'Other matter' paragraph:

i. The Consolidated Financial Statement has disclosed the impact of pending litigations as at 31st March 2024 on its financial position in its consolidated financial statements - refer note no. 38 to the consolidated financial statements.

ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group Companies.

iv. (a) The respective Management of group companies has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group Companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Management of group companies has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Group Companies from any person or entity, including foreign entity ("Funding Parties"),with the understanding, whether recorded in writing or otherwise, that the Group Companies shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.

h) No dividend declared by the company declared or paid by the Company during the year.

i) The Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has implanted on 30.03.2024 for all relevant transactions recorded in the respective software.

In case of Its Subsidiary incorporated, In the absence of requisite information and explanation, we are unable to comment on this.

3. With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the consideration of reports of other statutory auditors of subsidiary company and associate company, the remuneration paid by the Group Companies to its directors during the current year is in accordance with the provisions of section 197 read with Schedule V to the Act.

4. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports

issued by us for the Company and its associates included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For A K BHARGAV & CO
Chartered Accountants
FRN: 034063N
(CA ARUN KUMAR BHARGAV)
PROPRIETOR
M. No.:548396
UDIN: 24548396BKAKIZ1845

Place: New Delhi
Date: 16.04.2024

<u>Annexure "A" to the Independent Auditors Report on the Consolidated Financial Statements of INTEGRA ESSENTIA LIMITED</u>

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCILA STATEMENTS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to consolidated financial statements of INTEGRA ESSENTIA LIMITED ("hereinafter referred to as Holding Company") as of March 31, 2024 in conjunction with our audit of the Consolidated Financial Statements of the Holding Company and such companies incorporated in India under the companies Act, 2013 which are its associates company, as at and for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Company's management is responsible for establishing and maintaining internal financial controls based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on my/our audit conducted in accordance with the Guidance Note and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2024, based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For A K BHARGAV & CO
Chartered Accountants
Firm Regn. No. 034063N
CA ARUN KUMAR BHARGAV
Proprietor
Membership No.: 548396
UDIN: 24548396BKAKIZ1845

Place: New Delhi
Date : 16.04.2024

Consolidated Balance Sheet as at 31 March 2024

(All figures are in lakhs except otherwise stated)

Particulars	Note no	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	2	3,779.16	4,003.70
b) Financial Assets			
(i) Investments	3	3,583.51	1,997.88
(ii) Loans		6,932.08	8,261.89
(iii) Other	4	1.12	38.11
c) Deferred Tax Asset(Net)	15	-	0.27
c) Other non current assets		0.11	-
		14,295.97	**14,301.84**
Current Assets			
a) Financial Assets			
(ii) Trade Receivables	6	3,903.73	1,034.79
(iii) Cash and Cash Equivalents	7	195.59	550.72
(vi) Other	10	5.35	105.45
b) Other Current Assets	11	1,765.33	103.80
		5,870.00	**1,794.77**
Total Assets		**20,165.97**	**16,096.61**
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	12	9,140.66	4,570.33
b) Other Equity	13	2,571.16	2,970.54
		11,711.82	**7,540.87**
LIABILITIES			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	14	724.56	2,847.50
b) Provisions		3.42	-
c) Deferred tax liabilities (net)		25.19	-
		753.16	**2,847.50**
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings		13.10	-
(ii) Trade Payables			
total outstanding dues of Micro & Small Enterprises	17	1,277.82	2,018.70
total outstanding dues of creditors other than Micro & Small Enterprises	17	3,390.53	389.55
(iii)Other financial liabilities	18	248.07	208.47
b) Other Current Liabilities	19	2,429.58	3,034.20
c) Provisions	20	0.00	-
d) Current Tax Liabilities (Net)	21	341.87	57.30
		7,700.98	**5,708.23**
Total Equity and Liabilities		**20,165.97**	**16,096.61**

Notes forming integral part of the Ind AS Financial Statements 1 to 45

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIZ1845

Arijit Kumar Ojha	Deepak Kumar Gupta	Pankaj Kumar Sharma	Pankaj Sardana
Director	CEO & Director	Company Secretary	Chief Financial Officer
DIN: 10265020	DIN: 00057003	PAN: GZFPS2953L	PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

Consolidated Profit & loss account for the year ended 31 March 2024

(All figures are in lakhs except otherwise stated)

Particulars	Note no	For the year 2023-24	For the year 2022-23
Revenue from Operations	22	27,726.66	24,141.41
Other Income	23	1,835.73	408.73
Total Income		**29,562.38**	**24,550.15**
EXPENSES			
Purchases of Stock-in-Trade	25	26,845.24	23,561.67
Employee Benefits Expense	27	84.77	49.53
Finance Costs	28	56.29	0.19
Depreciation and Amortisation Expense	2	371.62	2.60
Other Expenses	29	307.96	218.66
Total Expenses		**27,665.88**	**23,832.65**
Profit/ (Loss) Before Tax		**1,896.51**	**717.50**
Share in Profit (Loss) in Associate Entity accounted for Using Equity Method		**14.28**	**6.20**
Tax Expense:			
Current Tax		341.87	57.30
Deferred Tax	15	25.45	(0.27)
Profit after tax		**1,543.46**	**666.67**
Other Comprehensive Income			
Items that will be not reclassified to profit and loss account (net of tax)		-	-
Items that will be reclassified to profit and loss account (net of tax)		-	-
Total Comprehensive Income		**1,543.46**	**666.67**
Earnings per Equity Share of ₹ 1 each			
Basic	30	0.28	0.15
Diluted	30	0.28	0.35

Notes forming integral part of the Ind AS Financial Statements 1 to 45

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIZ1845

Arijit Kumar Ojha
Director
DIN: 10265020

Deepak Kumar Gupta
CEO & Director
DIN: 00057003

Pankaj Kumar Sharma
Company Secretary
PAN: GZFPS2953L

Pankaj Sardana
Chief Financial Officer
PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

Consolidated Cash Flow Statement for the year ended March 2024

(All figures are in lakhs except otherwise stated)

Particulars	For the year 2023-24	For the year 2022-23
Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax	1,910.79	723.70
Adjustment for :		
Depreciation & Amortisation Expense	371.62	2.60
Interest Income	(567.64)	(293.96)
Interest Expense	56.29	0.64
Adjustment of IndAS	22.74	(28.24)
Operating Profit before working Capital Changes :	**1,793.80**	**404.74**
Movements in Working Capital :		
(Increase)/decrease in Other current Assets	(1,561.46)	651.51
(Increase)/decrease in Other Non Current Assets	36.88	(37.26)
(Increase)/decrease in Trade Receivables	(2,868.93)	(245.09)
Increase/(decrease) in Other current Liabilities	(561.60)	2,960.72
Increase/(decrease) in Trade payables	2,260.09	965.64
Cash generated from Operations :	**(901.22)**	**4,700.26**
Direct Taxes Paid	(57.30)	-
Net Cash flow from/(used in) Operating Activities	**(958.52)**	**4,700.26**
Cash Flow from Investing Activities		
Purchase of property, plant and equipment including CWIP	(147.05)	(4,005.64)
(Increase)/decrease in Long term Loans & Advances	1,329.82	-
Movement in Investments	(1,585.63)	(1,997.88)
Movement in Loans	-	(8,263.94)
Movement Bank Deposit not considered as cash & cash equivalent	-	(0.35)
Interest Received	567.64	293.96
Net Cash flow from/(used in) Investing Activities	**164.77**	**(13,973.85)**
Cash Flow from Financing Activities		
Proceeds from/ (repayment of) Long term borrowings	(2,109.84)	(27.03)
Money received against Right Issue	-	9,813.25
Right issue expenses	(90.25)	-
Redemption of debenture	2,695.00	-
Interest Paid	(56.29)	(0.64)
Net Cash flow from/(used) in Financing Activities	**438.62**	**9,785.59**
Net Increase/Decrease in Cash & Cash Equivalents	(355.13)	512.00
Cash & Cash equivalents at the beginning of the year	550.72	38.72
Cash & Cash equivalents at the end of the year	**195.59**	**550.72**
Components of Cash and Cash Equivalents	**195.59**	**550.72**

Notes forming integral part of the Ind AS Financial Statements 1 to 45

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIZ1845

Arijit Kumar Ojha	Deepak Kumar Gupta	Pankaj Kumar Sharma	Pankaj Sardana
Director	CEO & Director	Company Secretary	Chief Financial Officer
DIN: 10265020	DIN: 00057003	PAN: GZFPS2953L	PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

Statement of Changes in Equity as at 31 March 2024

(All figures are in lakhs except otherwise stated)

(A) Equity Share Capital

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	4,570.33	1,089.97
Change in equity during the year	4,570.33	3,480.36
Closing balance	9,140.66	4,570.33

(B) Other Equity

As at 31 March 2024					
Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	**6,332.90**	**151.25**	**-**	**(3,513.60)**	**2,970.54**
Profit /(Loss)/Adjsutment made during the year	(4,660.58)	-	2,695.00	1,543.46	(422.12)
Discounting for Financial Asset	-	-	-	22.74	22.74
Balance at the end of the current reporting period	**1,672.32**	**151.25**	**2,695.00**	**(1,947.40)**	**2,571.16**

As at 31 March 2023					
Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	-	151.25	-	(4,152.02)	**(4,000.78)**
Profit /(Loss)/Adjsutment made during the year	6,332.90	-	-	666.67	6,999.56
Discounting for Financial Asset	-	-	-	(28.24)	(28.24)
Balance at the end of the current reporting period	**6,332.90**	**151.25**	**-**	**(3,513.60)**	**2,970.54**

Notes forming integral part of the Ind AS Financial Statements 1 to 45

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIZ1845

Arijit Kumar Ojha	Deepak Kumar Gupta	Pankaj Kumar Sharma	Pankaj Sardana
Director	CEO & Director	Company Secretary	Chief Financial Officer
DIN: 10265020	DIN: 00057003	PAN: GZFPS2953L	PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

►Note 1: Company Overview

Integra Essentia Limited ("the Company") is a public limited company, incorporated and domiciled in India which mainly deals in trading of essential items like Cashew, Rice etc . The registered office of the Company is located at 607, 6th Floor, Pearls Best Height -II,Netaji Subhash Place,North West Delhi, Delhi, India, 110034. The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The consolidated financial statements for the year ended 31 March 2024 were approved by the Board of Directors and authorised for issue on 16 April 2024.

Company's / Firm's name	Relationship	Interest acquired on	Stake
M/s RK Industries	Operating partner in partnership firm	Aug-22	66%
Brewtus Beverages Private Limited	Associate	Jul-23	25.76%

► Note 2: Significant Accounting Policies

(a) Basis of Preparation of Financial Statements

(i) Statement of Compliance with Indian Accounting Standards (Ind AS)

These financial statements comply, in all material respects, with Ind AS notified under section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.

(ii) Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

a) Certain financial assets and liabilities that are measured at fair value

b) Derivative financial instruments

(iii) Functional and Presentation Currency

These financial statements are presented in Indian Rupees, which is also the functional currency of the Company

(iv) Current and Non-current Classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle (Twelve months) and other criteria set out in Schedule III to the Act.

(b) Property, Plant and Equipment (PPE) and Depreciation

All items of PPE are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition and initial estimate of costs of dismantling and removing the item and restoring the site on which it is located. Subsequent costs are included in the carrying amount of PPE or recognised as a separate PPE, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Machinery spares and servicing equipment are recognised as PPE when they meet the definition of PPE. Otherwise, such items are classified as inventory.

Capital work- in- progress includes cost of PPE under installation / under development as at the Balance Sheet date.

The Company depreciates its PPE over the useful life in the manner prescribed under Part C of Schedule II to the Act. Depreciation commences when the assets are ready for their intended use and is computed on pro-rata basis from the date of installation/ acquisition till the date of sale/ disposal. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act, except for machinery spares wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act

Assets	Useful Life
Plant & Machinery	5 years & 15 years
Furniture and Fixtures	10 years
Office Equipments	3 years
Vehicle	8 years
Land & Building	60 years
Computer	3 years

Lease hold PPE are amortised over the period of lease or useful life, whichever is lower. Leasehold land (under Finance Lease) is amortised over the period of lease.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(c) Intangible Assets and Amortisation

Intangible assets that are acquired by the Company, which have finite useful lives are measured at cost less amortisation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition.

Intangible assets are amortised on straight line basis over the estimated useful life.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(d) Leases

At inception of a contract, company shall assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Where the Company is Lessee

At the Inception, lessee shall recognise and measure Right-of-use asset and lease liability at cost. Right to use assets shall comprise initial measurement of lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Lease liability is the present value of the lease payments that are not paid. These lease payments shall be discounted using the interest rate implicit in the lease (if readily determined) otherwise should be discounted at lessee's incremental borrowing rate.

If the lease contract transfers ownership of the underlying asset, at the end of the lease term or if, the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, then depreciate the right-of-use asset over the useful life of the underlying asset. Otherwise, depreciate the right-of-use asset till the end of the useful life of the right-of-use asset or the end of the lease term, whichever is earlier.

The lease term as the non-cancellable period of a lease, together with both: (a) periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and (b) periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

Subsequently, lessee shall measure the right-of-use asset applying a cost model.

Where the Company is Lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight line basis over the term of the relevant lease

(e) Borrowing Cost

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use. Other borrowing costs are expensed in the period in which they are incurred.

(f) Financial instruments

(i) *Financial Assets*

Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent Measurement

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset, as per Ind AS 109.

a. Subsequent Measurement - Equity Instruments

All equity investments other than investments in subsidiaries, joint ventures and associates are measured at fair value. Equity investments which are held for trading are classified as FVTPL. For all other equity investments, the Company decides to classify the same either at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

Investment in equity instruments of subsidiaries, joint ventures and associates are measured at cost.

b. Subsequent Measurement - Debt Instruments

A financial asset being debt instrument that meets the following 2 conditions is measured at amortised cost (net off any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the objective of the Company's model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding. A financial asset that meets the following 2 conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the financial asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets.

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different basis.

All other debt instruments are measured at fair value through profit or loss.

Derecognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset, to another entity.

Impairment of Financial Assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI.

For financial assets other than trade receivables, whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, considering historical trend, industry practices and the business environment in which the Company operates or any other appropriate basis.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

(ii) *Equity and Financial Liabilities*

Debt and equity instruments issued by an entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

a. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

b. Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are initially recognised at fair value plus any transaction costs that are attributable to the acquisition of the financial liabilities, except for the financial liabilities at FVTPL which are initially measured at fair value.

Subsequent Measurement

The financial liabilities are classified for subsequent measurement either at amortised cost or at fair value through Profit and Loss (FVTPL).

Amortised cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount.

Derecognition of Financial Liabilities

A financial liability is removed from the Balance Sheet when the obligation is discharged, or is cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting of Financial Instruments

Financials assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

(g) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 — Inputs for the asset or liability that are not based on observable market data.

(h) Inventories

Inventories are stated at the lower of cost and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. The cost formula used for determination of cost is 'Weighted Average Cost'.

Machinery spares, stand-by equipment and servicing equipment are recognised as inventory when the useful life is less than one year and the same are charged to the Statement of Profit and Loss as and when issued for consumption.

(i) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The Company's liability for current tax is calculated using the Indian tax rates and laws that have been enacted by the reporting date. The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and provisions where appropriate.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and current tax liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(j) Provisions and Contingencies Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Contingent assets are not recognised in the financial statements. If the inflow of economic benefits is probable, then it is disclosed in the financial statements.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

(k) Employee Benefits

(i) Short-term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Post-employment Obligations

The Company operates the following post-employment schemes:

(a) Defined benefit plan (Gratuity), and

(b) Defined contribution plans such as, provident fund.

Defined Benefit Plan

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually on the basis of actuarial valuation using the Projected Unit Credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation. This cost is included in employee benefits expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

Defined Contribution Plans

Defined Contribution Plans such as provident fund are charged to the Statement of Profit and Loss as an expense, when an employee renders the related services.

(iii) Other Long-term Employee Benefits

The liabilities for compensated absences that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the Projected Unit Credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have any unconditional right to defer settlement for at least 12 months after the end of the reporting period, regardless of when the actual settlement is expected to occur.

(l) Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows as well as the Balance Sheet, cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(m) Earnings per Share (EPS)

Basic earnings per share are computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net off any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

(n) Dividend Distribution to Equity Shareholders

Dividend distributed to Equity shareholders is recognised as distribution to owners of capital in the Statement of Changes in Equity, in the period in which it is paid. Dividend proposed by the Board of Directors, subject to the approval of shareholders, is disclosed in the notes to financial statements.

(o) Foreign Currency Transactions

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss. Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

(p) Revenue Recognition

Effective from 01 April 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115--'Revenue from contracts with customers'. Revenue from contracts with customers is recognized on transfer of control of promised goods or services to the customer at amount that reflects the consideration to which the company is expected to be entitled to in exchange for those goods or services. Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of products is satisfied at a point in time when material is shipped / delivered to the customer as may be specified in the contract.

Interest Incom

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable effective interest rate.

Dividend Income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

Income from Services

Income from services is recognised (net of taxes as applicable) as they are rendered, based on agreement/ arrangement with the concerned customers.

(q) Significant Accounting Estimates, Judgements and Assumptions:

The preparation of the Company's financial statements in conformity with Ind AS requires Management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected.

In the process of applying the Company's accounting policies, Management has made the following judgements which have significant effect on the amounts recognised in the financial statements:

i. **Useful Lives of Property, Plant and Equipment:** Determination of the estimated useful life of tangible assets and the assessment as to which components of the cost may be capitalised. Useful life of tangible assets is based on the life specified in Schedule II of the Act and also as per Management estimate for certain category of assets. Assumption also needs to be made, when the Company assesses, whether as asset may be capitalised and which components of the cost of the assets may be capitalised.

ii. Fair Value Measurement of Financial Instruments: When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/ judgements about these factors could affect the reported fair value of financial instruments

iii. Measurement of Defined Benefit Plan: The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv. **Impairment of Financial Assets:** Trade receivables are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when Management deems them not collectable. Impairment is made on the expected credit loss model, which is the present value of the cash shortfall over the expected life of the financial assets. The impairment provisions for financial assets are based on assumption about the risk of default and expected loss rates. Judgement in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.

v. **Impairment of Non-financial Assets:** The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered as impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

vi. **Contingencies:** Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigation against the Company as it is not possible to predict the outcome of pending matters with accuracy

► Note NO. 3- Property, plant and equipment

Particulars	Computer	Furniture & Fixtures	Air Conditioner	HP Laserjet Printer	Mobile	Tally Prime Silver	Land & building	Plant & Machinery	Vehicle	Total
Gross Block										
As at 1 April 2023	0.87	1.74	2.20	0.17	1.17	0.15	3,000.00	1,000.00	-	**4,006.30**
Additions during the year	0.54	0.15	-	0.69	2.48	-	-	-	143.20	**147.05**
Deletions during the year	-	-	-	-	-	-	-	-	-	**-**
As at 31 March 2024	**1.41**	**1.89**	**2.20**	**0.86**	**3.65**	**0.15**	**3,000.00**	**1,000.00**	**143.20**	**4,153.35**
Depreciation										
As at 1 April 2023	0.54	0.36	0.85	0.08	0.68	0.09	-	-	-	**2.60**
Additions during the year	0.48	0.36	0.61	0.44	0.75	0.03	146.51	181.53	40.88	**371.59**
Deletions during the year	-	-	-	-	-	-	-	-		-
As at 31 March 2024	**1.02**	**0.73**	**1.46**	**0.51**	**1.42**	**0.12**	**146.51**	**181.53**	**40.88**	**374.19**
Net Block										
As at 31 March 2024	**0.39**	**1.16**	**0.73**	**0.35**	**2.22**	**0.03**	**2,853.49**	**818.47**	**102.32**	**3,779.16**
As at 31 March 2023	**0.33**	**1.38**	**1.35**	**0.10**	**0.49**	**0.06**	**3,000.00**	**1,000.00**	**-**	**4,003.70**

► NOTE NO. 4 - Investments

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Investments in equity instruments		
-Associates	70.77	-
Investments in partnership firm	135.22	116.71
Other investments	3,377.52	1,881.17
Total	**3,583.51**	**1,997.88**

a) Investment in Sarveshvar Foods Limited amounting ₹ 568 Lakhs has been sold out during the year and the company has invested in MSR Real estates amounting ₹ 100 Lakhs, Nimbus Projects Limited amounting ₹ 1,298.27 Lakhs and in Brij Gopal Constructions Company Private Limited amounting ₹ 1979.25 Lakhs was made during the year.

b) The company become operating partner in M/s RK Industries on 5 August 2022 and acquired 66% share in the said partnership firm. Also company has acquired 25.76% in Brewtus Beverages Private Limited in July 2023. The share of profit is accounted using equity method and has been disclosed in the results.. The share of profit of partnership firm has been disclosed in consolidated profit and loss account and has been adjusted in investments.

c) Investment in M/S Capital Infrastructure Ltd purchased from Nimbus Projects Ltd of 87,50,000 Zero % Non-Convertible Redeemable Preference Shares of Face Value of ₹ 10/- each (i.e., 62,50,000 Preference Shares at ₹ 14.40/- each redeemable on 23 January 2025 at ₹ 18.25 per share and 25,00,000 Preference Shares at ₹ 12/- each redeemable on 21 January 2025 at ₹ 18.65/-).

d) Investment in M/S Brij Gopal Construction Company Private Limited purchased from Seema Garg, 2,73,000 Equity Shares at the rate of ₹ 725/- (Face Value of ₹ 10/- each).

e) ₹ 100 Lakhs were invested in MSR Apparels Ltd for Joint Development and Construction of Project at Land Situated at village Ujwa admeasuring about 2.4 acres.

► NOTE NO. 5 - Loans

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Loans Receivables considered good – Unsecured		
Other loans	6,932.08	8,261.89
Total	**6,932.08**	**8,261.89**

"The company has provided loans to the following parties during the year

a) Loan of ₹ 285 Lakhs was given to Jindal Oil and Fats Limited at an interest rate of 8% p.a. for period of 2 years

b) Loan of ₹ 365 Lakhs was given to K K Continental Trade Private Limited at an interest rate of 8% p.a. for period of 2 years

c) Loan of ₹ 285 Lakhs was given to Innovative Supply Chain Solution LLP at an interest rate of 8% p.a. for period of 2 years

d) Loan of ₹ 1150 Lakhs was given to SA Globals Private Limited at an interest rate of 8% p.a. for period of 2 years
e) Loan of ₹ 255 Lakhs was given to Oniv Beverages Private Limited at an interest rate of 8 % p.a. for period of 2 years
f) Loan of ₹ 3400 Lakhs was given to Advik Capital Limited at an interest rate of 7 % p.a. for the Period of 5 years
g) Loan of ₹ 60 Lakhs was given to Indian Realtors Private Limited at an interest rate of 8% p.a. for the period of 2 years

Outstanding balance of Indian Realtors Private Limited (₹66.41 Lakhs), Advik Capital Limited (₹ 4,369.55 Lakhs) , Oniv Beverages Private Limited (₹ 272.88 Lakhs) , S A Global Private Limited (₹ 1,267.10 Lakhs) , Innovative Supply Chains Solutions LLP (₹ 262.96 Lakhs), Jindal Oil and Fats Limited (₹ 303.89 Lakhs) and KK Continenetal Trade Limited (₹ 389.19 Lakhs)"

▶ NOTE NO. 6 - Other non current financial assets

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Security Deposits	1.12	38.11
Total	**1.12**	**38.11**

Security deposit of office premises and Godown which Company has taken on lease.

▶ NOTE NO. 7 - Deffered tax assets

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Deffered tax	-	0.27
Total	**-**	**0.27**

Reconciliation of deferred tax assets/(liabilties)

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	0.27	-
Tax credit during the year recognised in Statement of profit and loss	25.45	0.27
Closing balance	**(25.19)**	**0.27**

▶ NOTE NO. 8 - Other non current assets

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Prepaid assets	0.11	-
Total	**0.11**	**-**

▶ NOTE NO. 9 - Trade Receivables

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables – Considered Good Secured	3,903.73	1,034.79
Trade receivables – Considered Good Unsecured	-	-
Trade receivables which have significant increase in credit risk	-	-
Trade Receivables – Credit impaired	-	-
Total	**3,903.73**	**1,034.79**

Ageing schedule for the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	3,628.12	72.73	182.38	20.50	-	3,903.73
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	**3,628.12**	**72.73**	**182.38**	**20.50**	**-**	**3,903.73**

Ageing schedule for the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	955.79	52.50	26.51	-	-	1,034.79
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	**955.79**	**52.50**	**26.51**	**-**	**-**	**1,034.79**

► NOTE NO. 10 - Cash & Cash Equivalents

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Cash on hand	1.16	17.77
Balances with banks	194.43	532.95
Total	**195.59**	**550.72**

The cheques issued but not cleared for payment comprises of four cheques paid to Bhardwaj Enterprises for an amount aggregating to ₹ 150 Lakhs paid for the debentures.These cheques are still pending for clearing as on 16 April 2024 which will be cleared in the due course.

► NOTE NO. 11- Other current financial assets

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued on fixed deposit	5.35	5.70
Security deposit	-	99.75
Total	**5.35**	**105.45**

► NOTE NO. 12 - Other current assets

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Balance with Government Authorities	308.18	96.79
Advances to Supplier		
Other than related party	42.58	4.61
Advance to staff	15.00	2.40
Prepaid asset	0.07	-
Capital advances	1,399.50	-
Total	**1,765.33**	**103.80**

Capital advances comprises of ₹1,399.50 Lakhs as advance against purchase of the property by the company Viz. Unit no. B1, B2 &B3 on lower ground floor , Plot no E-1,2,3 situated at Netaji Subhash Palace District center at Wazirpur, Delhi-110034 from Basant Projects Limited vide agreement dated 24 January 2024 for total consideration price of ₹ 17.40 Crores.

► NOTE NO. 13- Equity Share Capital

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Authorized share capital		
1,25,00,00,000 equity shares of ₹1 each	12,500.00	4,570.33
Issued, Subscribed and Paid up		
91,40,66,006 fully paid equity shares of ₹ 1 each (Previous year 45,70,33,003 fully paid equity shares of ₹ 1 each)	9,140.66	4,570.33
	9,140.66	**4,570.33**

Reconciliation of number of equity share outstanding as at the beginning and at the end of year **[Rs in Lakhs]**

Particulars	As at 31 March 2024		As at 31 March 2023	
	No of shares	Amount	No of shares	Amount
Shares outstanding at the beginning of the year	45,70,33,003	4,570.33	10,89,97,047	1,089.97
Add: Shares issued during the year	45,70,33,003	4,570.33	34,80,35,956	3,480.36
Shares outstanding at the end of the year	**91,40,66,006**	**9,140.66**	**45,70,33,003**	**4,570.33**

On 13 January 2024, the company had came with the bonus issue in the ratio of 1:1. Consequent the issued and paid up share capital stands increased to ₹ 9,140.66 Lakhs consisting of 91,40,66,006 equity shares of ₹1 each.

Terms / rights to Equity Shares

The Company has only one class of shares referred as equity shares having a par value of 1/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts , in proportion to their shareholding.

The details of shareholders holding more than 5% shares as at 31 March 2024 and 31 March 2023 are set out below:

Class of Shares / Name of the Shareholder	As at 31 March 2024		As at 31 March 2023	
Equity shares	**No. of shares**	**% held**	**No. of shares**	**% held**
Vishesh Gupta	19,02,45,692	20.81%	9,51,22,846	20.81%
Just Right Life Limited	-	-	2,56,89,619	5.62%

Details of shares held by promoters :

Name of promoter	As at 31 March 2024		As at 31 March 2023	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	19,02,45,692	20.81%	9,51,22,846	20.81%
Total	**19,02,45,692**	**20.81%**	**9,51,22,846**	**20.81%**

Rights, Preferences and Restrictions

The Authorised Share Capital of the Company consists of Equity Shares having nominal value of ₹ 1/- each. The rights and privileges to equity shareholders are general in nature and allowed under Companies Act, 2013.

The equity shareholders shall have:

(1) a right to vote in shareholders' meeting. On a show of hands, every member present in person shall have one vote and on a poll, the voting rights shall be in proportion to his share of the paid up capital of the Company;

(2) a right to receive dividend in proportion to the amount of capital paid up on the shares held.

The shareholders are not entitled to exercise any voting right either in person or through proxy at any meeting of the Company if calls or other sums payable have not been paid on due date.

In the event of winding up of the Company, the distribution of available assets/losses to the equity shareholders shall be in proportion to the paid up capital.

During the Financial year ended 31 March 2023, the company had brought its second Right Issue on 21 December 2022, wherein fully paid 7,13,51,144 equity shares of ₹ 1/- each at a premium of ₹ 6/- per share, alloted on Rights basis to the eligible shareholders. The company has deployed these funds as per the objects of Right Issue. Proceeds from subscription to the Issue of equity shares under Rights Issue 2 of 2022-23, made during the year ended 31 March 2023 have been utilised in the following manner:

Objects of right issue	Amounts	Objects fulfilled	Balance
Meeting working capital requirenments	3,700.00	3,700.00	-
General corporate purposes	1,234.58	1,234.58	-
Issue related expenses	60.00	26.32	33.68
Total	**4,994.58**	**4,960.90**	**33.68**

Remaining amount of ₹33.68 Lakhs has been utilised in the current year 2023-24 for working capital requirenment.

► NOTE NO. 14- Other Equity **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
General Reserve		
Opening Balance	151.25	151.25
Additions during the year	-	-
Closing Balance	151.25	151.25

Profit & Loss Account		
Opening balance	(3,513.60)	(4,152.02)
Profit /(Loss) for theyear	1,543.46	666.67
Discounting for Financial Asset	22.74	(28.24)
Closing Balance	(1,947.40)	(3,513.60)
Capital Reserve		
Opening balance	-	-
Adjustments made during the year	2,695.00	-
Closing Balance	**2,695.00**	**-**
Security Premium		
Opening balance	6,332.90	-
Adjustments made during the year	(4,660.58)	6,332.90
Closing Balance	**1,672.32**	**6,332.90**
Total Other Equity	**2,571.16**	**2,970.54**

“Nature and Purpose of Reserve

a) General Reserve- General Reserve has been created on account of the Scheme of Amalgamation.

b) Profit and loss account- Profit and loss account are the losses which company incurred till date.

c) Security Premium- Security Premium is the amount received over and above the Face Value of the Shares Issued.

d) Capital reserve- Capital reserve has been created on account of debentures.”

  i) Security premium is adjusted against bonus issue and right issue expenses during the year.

  ii) Capital reserve is created due to transfer of debentures on profit.

► NOTE NO. 15- Borrowings **[Rs in Lakhs]**

Particulars	**As at 31 March 2024**	**As at 31 March 2023**
Secured		
Term Loans		
From banks	78.74	-
Unsecured		
Bonds or Debentures	-	2,845.00
Other loans		
Preference share capital		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
Other	**643.32**	**-**
Total	**724.56**	**2,847.50**

a) Vehicle loan of ₹ 100 Lakhs was taken from ICICI bank during the year 2023-24. The loan is repayable in 84 monthly instalments commencing from June 2023 and carries interest rate of 9% p.a.

b) Paid ₹ 150 Lakhs towards full and final redemption of the entire 2,845 unsecured, non-convertible redeemable debentures of ₹1 Lakh each/- on 30 September 2023.

c.

Details of Preference share capital	As at 31 March 2024	As at 31 March 2023
5,00,000 (Previous year 5,00,000) Redeemable Cumulative Non Convertible Preference Shares of ₹1 each	5.00	5.00
Issued, subscribed and Paid-up:		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
	2.50	2.50

Reconciliation of number of preferance share outstanding as at the beginning and at the end of year

Class of Shares / Name of the Shareholder	As at 31 March 2024		As at 31 March 2023	
Equity shares	**No of shares**	**Amount**	**No of shares**	**Amount**
Preferance share carrying rate of 5%				
Shares outstanding at the beginning of the year	1,00,000	1.00	1,00,000	1.00
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,00,000	1.00	1,00,000	1.00
Preferance share carrying rate of 9%				
Shares outstanding at the beginning of the year	1,50,000	1.50	1,50,000	1.50
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,50,000	1.50	1,50,000	1.50

Name of promoter	As at 31 March 2024		As at 31 March 2023	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	2,50,000	100%	2,50,000	100%
Total	2,50,000	100%	2,50,000	100%

"Terms / rights attached to Preference Shares

a) 5% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime before the expiry of 20 years from the date of allotment (i.e. 16 August 2012) of the said preference shares at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.

b) 9% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime between 16 February 2017 to 15 August 2022 at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.

d. **Unsecured loan of ₹ 600 Lakhs was taken from Hi Tech Saw Limited during the year 2022-23 at an interest rate of 8% p.a. for 3 years and has an outstanding balance of ₹ 643.32 Lakhs.**

► NOTE NO. 16- Provisions

Particulars	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Provision for employee benefits				
- Gratuity	3.42	0.00	-	-
Total	**3.42**	**0.00**	**-**	**-**

► NOTE NO. 17 - Deferred tax liabilites **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax liabilites	25.19	-
Total	**25.19**	**-**

▶ NOTE NO. 18 - Short term borrowings [Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Secured		
Term Loans		
From banks	13.10	
Total	**13.10**	**-**

▶ NOTE NO. 19 - Trade payables [Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	1,277.82	2,018.70
-total outstanding dues of creditors other than micro enterprises and small enterprises	3,390.53	389.55
Total	**4,668.35**	**2,408.26**

i) All Trade payables are non-interest bearing other than amount payable to MSME.

ii) According to information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'), the Company has amounts due to Micro, Small and Medium Enterprises under the said Note No.41.

iii) The company has obtained confirmations from MSME Creditors with respect to Non Payment of Interest on Amount Payable for more than 45 Days.

Ageing schedule for the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	1,247.80	30.02	-	-	1,277.82
(ii) Others	3,390.53	-	-	-	3,390.53
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Ageing schedule for the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	2,018.70	-	-	-	2,018.70
(ii) Others	389.55	-	-	-	389.55
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

The Company exposure to liquidity risk related to the above financial liabilities is disclosed in Note 40.

▶ NOTE NO. 20 - Other financial liabilities [Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued but not due	-	165.86
Statutory dues	7.47	36.40
Dividend on preferance share payable	2.44	2.25
Expenses payable	7.48	3.06
Audit fees payable	0.68	0.90
Other payables	230.00	-
Total	**248.07**	**208.47**

Other payables consist of payment to be made towards purchase of shares of Brij Gopal Constructions Company Private Limited from Seema Garg.

▶ NOTE NO. 21 - Other Current Liabilities [Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Advances from customer	2,429.58	3,034.20
Total	**2,429.58**	**3,034.20**

► NOTE NO. 22 - Current Tax Liabilities (Net)

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Provisions for Income Tax	341.87	57.30
Total	**341.87**	**57.30**

Refer Note 42 for calculation.

► NOTE NO. 23 - Revenue from Operations

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Sale of products	27,726.66	24,141.41
Total	**27,726.66**	**24,141.41**

► NOTE NO. 24 - Other Income

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Interest income		
From loans	567.61	293.96
From rent security	0.03	-
Facilitation Charges	20.90	-
Rent	90.00	-
Rebates And Discounts Received	27.09	2.00
Unrealised Profit	(14.50)	112.77
Other non operating income	163.46	-
Capital gain	981.13	-
Total	**1,835.73**	**408.73**

► NOTE NO. 25 - Purchases of stock in trade

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Purchase	26,842.77	23,555.49
Direct Expense	2.47	6.18
Total	**26,845.24**	**23,561.67**

► NOTE NO. 26 - Employee benefit expenses

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Salaries and Wages	57.36	34.13
Directors Remuneration	21.20	14.85
Gratuity	3.42	-
Staff Welfare Expenses	2.78	0.55
Total	**84.77**	**49.53**

► NOTE NO. 27 - Finance cost

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Interest on Others	48.13	-
Interest on loan	7.98	-
Dividend	0.19	0.19
Total	**56.29**	**0.19**

► NOTE NO. 28 - Depreciation and Amortization

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Depreciation	371.59	2.60
Amortization	0.04	-
Total	**371.62**	**2.60**

► NOTE NO. 29 - Other Expenses

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Bank Charges	0.20	0.04
Promotion and advertisement	8.20	-
Freight	129.78	161.22
Power & Fuel (Electricity)	0.69	0.42
Rent Expenses	5.87	38.99
Telephone Expenses	0.48	0.33
Travelling & Conveyance	9.36	-
Loading and unloading	35.10	-
Printing and stationery	1.40	-
Office expenses	0.63	-
Charity and donation	4.50	0.47
Rebates And Discounts allowed	30.25	-
Legal & Professional Charges	71.63	13.28
Website	0.59	-
Auditor's Remuneration	3.00	3.10
Repair & Maintenance	0.90	0.59
Miscellaneous Expenses	4.65	(0.20)
Interest	0.75	0.41
Total	**307.96**	**218.66**

Payment to auditor		
Auditor	3.00	3.10
For other services	2.13	0.33

► NOTE NO. 30 - Earning per share

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Basic EPS		
Profit for the year	1,543.46	666.67
Weighted number of shares outstanding	55,56,82,203	45,70,33,003
Basic and Diluted EPS (Rs.)	0.28	0.15
Diluted EPS		
Profit for the year	1,543.46	666.67
Weighted number of shares outstanding	55,56,82,203	45,70,33,003
Basic and Diluted EPS (Rs.)	0.28	0.15

► NOTE NO. 31 - Details of CSR expenditure as per Section 135 of Companies Act, 2013

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
CSR expenditure	-	-

The provision applies to the companies having Net Worth of more than Rs. 500 Crores or Turnover more than Rs. 1000 Crores or Net profit more than Rs. 5 Crores in the preceding financial year. The company's Net profit, Turnover & Net Worth of preceding financial year is below the prescribed limit so the amount required to be spent during the year is NIL.

► NOTE NO. 32- Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management. The Company's objective for capital management is to manage its capital to safeguard all stakeholders The funding requirements are met through loans.

► NOTE NO. 33- Financial risk management

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee reports to the Board of Directors on its activities. The Company's risk management policies are established to identify and analyses the risks faced by the Company, to set appropriate risks limits and controls and to monitor risk and adherence to limits. Risk management policies and systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Company, through its training, standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit.

Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivable from customers. Credit risk is managed through credit approvals establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. The company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade receivables and other financial assets.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring as far as possible, that it will all ways have sufficient liquidity to meets it liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to Company's reputation.

Market Risk

Market risk is the risk that changes in market prices- such as foreign exchange rates, interest rates and equity prices- will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payable and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk. Thus, our exposure to market risk is a function of revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive in our foreign currency revenues and costs. The Company uses derivative to manage market risk.

► NOTE NO. 34- Employee Benefits

Post-employment benefits plans

(a) Defined Contribution Plans –

In respect of the defined contribution plans, an amount of Nil (Previous Year Nil) has been provided in the Profit & Loss account for the year towards employer share of PF contribution.

(b) Defined Benefit Plans –

The Liability in respect of gratuity is determined for current year as per management estimate is ₹3,42,491/- (previous year Nil as per management estimate) carried out as at Balance Sheet date. Amount recognized in profit and loss account is ₹ 3,42,491/- (previous year Nil).

► NOTE NO. 35- Related party transactions

Related party	Nature of relationship	Date of appointment	Date of cessation
Gunjan Jha	Director	07-08-2021	-
Sony Kumari	Director	07-08-2021	-
Pankaj Sardana	Chief Financial Officer	27-11-2023	-
Pankaj Kumar Sharma	Company Secretary	09-08-2022	-
Arijit Kumar Ojha	Director	23-01-2024	-
Deepak Kumar Gupta	CEO & Whole time director	04-09-2023 & 27-07-2023	-
Puneet Ralhan	Director	27-07-2023	-
Anshumali Bushan	Director	17-05-2023	-
Vishesh Gupta	Managing director	07-08-2021	23-01-2023
Manoj Kumar Sharma	Whole time director	17-05-2023	27-07-2023
Sandeep Gupta	Chief Financial Officer	08-11-2021	20-08-2022

Sweta Gandhi	Company Secretary	15-10-2022	20-12-2022
Prince Chugh	Company Secretary	06-09-2021	09-08-2022
Dipankar Gambhir	Chief Financial Officer	27-04-2023	30-06-2023

Details of transactions with related parties are as follows : **[Rs in Lakhs]**

Particulars	**As at 31 March 2024**	**As at 31 March 2023**
Sitting Fees	**1.20**	**1.40**
Gunjan Jha	1.20	1.40
Sony Kumari	1.00	1.40
Mansi Gupta		
Remuneration	**12.05**	**10.65**
Vishesh Gupta	8.05	4.80
Manoj Kumar Sharma	-	2.21
Sandeep Gupta	-	2.54
Sweta Gandhi	-	1.92
Prince Chugh	6.14	3.36
Pankaj Kumar Sharma	1.71	-
Pankaj Sardana	6.48	-
Arijit Kumar Ojha	2.84	-
Dipankar Gambhir	6.00	-
Deepak Kumar Gupta		

Particulars	**As at 31 March 2024**	**As at 31 March 2023**
Sitting Fees		
Gunjan Jha	0.18	-
Sony Kumari	0.18	-
Remuneration		
Pankaj Sardana	**0.40**	**-**
Pankaj Kumar Sharma	0.52	0.42
Arijit Kumar Ojha	0.90	-
Deepak Kumar Gupta	0.90	-
Vishes Gupta	0.94	0.15
Manoj Kumar Sharma	0.56	0.50

► NOTE NO. 36- Statement of Management

(a) The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent if any stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. There are no contingent liabilities except those stated in the notes.

(b) Balance Sheet, Statement of Profit & Loss and Cash Flow statement read together with the schedules to the accounts and notes thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

► NOTE NO. 37- Segment Reporting

As on 31 March 2024, the Company is engaged in Trading of essential Items like Cashew Rice etc which is considered as the only reportable business segment. Hence segment reporting is not applicable to the company.

► NOTE NO. 38 - Contingent Liabilities & Commitments

[Rs in Lakhs]

Particulars	As at 31 March 2024	As at 31 March 2023
Claims against the Company, not acknowledged as debts*		
Amount paid to statutory authorities	73.56	73.56

* The Customs department has raised the claim on company for 73.56 lacs . The Company has disputed the same with appropriate authority.

► NOTE NO. 39

Previous year figures have been regrouped / reclassifed wherever necessary to conform to current year's classification.

► NOTE NO. 40- Dividends

- Dividend for Preference Shareholders for the year 2023-24 is ₹ 18500/-
- Cummulative dividend for Preference Shareholders payable is ₹ 2,43,771/-

► NOTE NO. 41- A. FINANCIAL INSTRUMENTS

A. The carrying value and fair value of financial instruments:

Particulars	As at 31 March 2024		As at 31 March 2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
At Amortised Cost				
Trade Receivables	3,903.73	3,903.73	1,034.79	1,034.79
Cash & Cash equivalents	195.59	195.59	550.72	550.72
Loans and Advances	6,932.08	6,932.08	8,261.89	8,261.89
Investment	3,583.51	3,583.51	1,997.88	1,997.88
Other Financial Asset	6.47	6.47	143.56	143.56
Total Financial Assets	**14,621.37**	**14,621.37**	**11,988.84**	**11,988.84**
Financial Liabilities				
At Amortised Cost				
Borrowings	737.66	737.66	2,847.50	2,847.50
Trade Payables	4,668.35	4,668.35	2,408.26	2,408.26
Other Financial Liabilities	248.07	248.07	208.47	208.47
Total Financial Liabilities	**5,654.08**	**5,654.08**	**5,464.23**	**5,464.23**

B. Fair value measurements recognised in the statement of financial position:

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.
Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Particulars	As at 31 March 2024			As at 31 March 2023		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
At Amortised Cost						
Trade Receivables	-	-	3,903.73	-	-	1,034.79
Cash & Cash equivalents	-	-	195.59	-	-	550.72
Loans and Advances	-	-	6,932.08	-	-	8,261.89
Investment	-	-	3,583.51	-	-	1,997.88

Other Financial Asset	-	-	6.47	-	-	143.56
Subtotal	**-**	**-**	**14,621.37**	**-**	**-**	**11,988.84**
Financial Liabilities						
At Amortised Cost						
Borrowings	-	-	737.66	-	-	2,847.50
Trade Payables	-	-	4,668.35	-	-	2,408.26
Other Financial Liabilities	-	-	248.07	-	-	208.47
Subtotal	**-**	**-**	**5,654.08**	**-**	**-**	**5,464.23**

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Cash and cash equivalents, Trade receivables, Other current Financial assets, Trade payable and other current Financial liabilities approximate their carrying amounts largely due to the short-term maturities or nature of these instruments.

C. Fair values hierarchy

All assets and liabilities for which fair value is measured or disclosed in the consolidated Financial Statements are categorised within the fair value hierarchy, described as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements

As at 31 March 2024	Level 1	Level 2	Level 3	Total
Assets at fair value				
Investments measured at fair value through other comprehensive Income	-	-	-	-
Investments measured at fair value through profit and loss	3,583.51	-	-	3,583.51
Total	**3,583.51**	**-**	**-**	**3,583.51**

As at 31 March 2023	Level 1	Level 2	Level 3	Total
Assets at fair value				
Investments measured at fair value through other comprehensive Income	-	-	-	-
Investments measured at fair value through profit and loss	1,997.88	-	-	1,997.88
Total	**1,997.88**	**-**	**-**	**1,997.88**

There have been no transfers between levels during the period

Valuation process and technique used to determine fair value

(i) The management assessed that fair value of cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

(ii) The fair values of the equity investment which are quoted, are derived from quoted market prices in active markets. The Investments measured at fair value and falling under fair value hierarchy Level 3 are valued on the basis of valuation reports provided by external valuers with the exception of certain investments, where cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair values within that range.

(iii) The fair value of non-current borrowings carrying floating-rate of interest is not impacted due to interest rate changes, and will not be significantly different from their carrying amounts as there is no significant change in the under-lying credit risk of the Company (since the date of inception of the loans).

D. Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables	3,903.73	1,034.79
Cash and cash equivalents	195.59	550.72

Investments	6,932.08	8,261.89
Loans	3,583.51	1,997.88
Other financial assets (including investments)	6.47	143.56

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.
Credit risk on cash and cash equivalents and bank deposits is generally limited as the Company transacts with Banks having a high credit ratings assigned by domestic credit rating agencies.

► NOTE NO. 42 - Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Principal amount remaining unpaid to any supplier as at the end of the accounting year	1,277.82	2,018.70
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year*	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

► NOTE NO. 43 - Tax Expenses **[Rs in Lakhs]**

Particulars	As at 31 March 2024	As at 31 March 2023
Profit before tax as per Companies Act 2013	1,896.51	717.50
Add : Disallowed expenditure or allowed income under income tax act	516.27	3.01
Less: Allowed expenditure or disallowed income under income tax act	2,285.63	789.81
Income from business/profession	127.14	(69.30)
Income from other sources	567.61	296.97
Income from capital gain	979.50	-
Associate share of profit	(4.23)	-
Tax rate (Section 115BAA)	25.17	25.17
Short term capital gain rate (Section 115BAA)	17.16	17.16
Income tax expense	**341.87**	**57.30**

► NOTE NO. 44 - Additional Regulatory Information

(i) Company holds immovable property in its name and the same has been disclosed in the financial statements

(ii) Company doesn't have investment property to value the property as is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

(iii) Company doesn't have Property Plant and Equipment to revalue the same (including Right-of Use Assets),based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

(iv) Company doesn't have intangible asset to revalue the same , based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

(v) Company not provided any loans to Promoters, Directors, Key Managerial Persons or related parties. The loans provided to other body corporates are repayble on demand

(vi) Company doesn't have any Capital-Work-in Progress

(vii) Company does not have any intangible assets under developments

(viii) No benami property held by company, No proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder

(ix) Company has no borrowings from banks or financial institutions on the basis of security of current assets

(x) Company not declared as wilful defaulter by any bank or financial Institution or other lender

(xi) Company has not done any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

(xii) Company has not any charges or satisfaction yet to be registered with ROC beyond the statutory period

(xiii) Section 135 of Companies Act, 2013 relating to CSR Policy is not applicable on the Company

(xiv) Compliance with number of layers of companies is applicable and same has been taken into effect in consolidated financial statements.

(xv) Compliance with approved Scheme(s) of Arrangements, if any: NA

(xvi) During the year company has borrowed loans from bank and other parties and same has been disclosed in financial statements. The company has issued bonus shares in the ratio of 1:1

(xvii) The additional information pursuant to Schedule III to the Companies Act, 2013 are either nil or not applicable.

► NOTE NO. 45 - Ratios

Ratio	Numerator	Denominator	Current period	Previous period	% variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	0.76	0.31	142%	Due to usage of proceeds of right issue in working capital
Debt-Equity Ratio	Total Debt	Total shareholder`s Equity	0.06	0.38	-83%	Due to repayment of borrowings
Debt Service Coverage Ratio	EBITDA	Interest+ Borrowing	2.95	0.26	1055%	Due to repayment of borrowings
Return On Equity	Net Profit	Average Shareholder`s Equity	0.16	0.29	-44%	Due to increase in non operating income
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventories	NA	NA	NA	NA
Trade Receivable Turnover Ratio	Net Credit Sale	Average account Receivable	11.23	26.46	-58%	Due to increase in credit sales and trade receivables
Trade Payable Turnover Ratio	Net Credit Purchase	Average account Payabe	7.59	12.24	-38%	Due to increase in credit purchase and trade payables
Net Capital Turnover Ratio	Total Sale	Shareholder`s Equity	2.37	3.20	-26%	Due to increase in net worth
Net Profit Ratio	Net Profit	Revenue	0.06	0.03	102%	Due to increase in profit and revenue
Return On Capital Employed	Earning Before Interest & Tax	Capital Employed	0.16	0.07	127%	Due to repayment of borrowings
Return on Investment	Profit from Investment	Cost of Investment	NA	NA	NA	NA

Notes forming integral part of the Ind AS Financial Statements 1 to 45

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 24548396BKAKIZ1845

Arijit Kumar Ojha	Deepak Kumar Gupta	Pankaj Kumar Sharma	Pankaj Sardana
Director	CEO & Director	Company Secretary	Chief Financial Officer
DIN: 10265020	DIN: 00057003	PAN: GZFPS2953L	PAN: ESEPS1629M

Place: Delhi
Date: 16 April 2024

INTEGRA ESSENTIA LIMITED

CIN: L74110DL2007PLC396238

Registered Office:
Unit No. 607, 6th Floor, Pearls Best Height -II,
Netaji Subhash Place, Delhi – 110034

Contact

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